



中船海洋与防务装备股份有限公司

CSSC OFFSHORE & MARINE ENGINEERING (GROUP) COMPANY LIMITED

(a joint stock company with limited liability incorporated in the People's Republic of China)

(H Shares Stock Code: 00317)

Revised Proxy Form for the Annual General Meeting of 2017

The number of shares to which this proxy form relates ⁽¹⁾	H shares
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I/We _____
of _____

hereby appoint the Chairman of the Annual General Meeting of 2017 or⁽²⁾ Mr./Ms. _____ as my/our proxy to attend and vote on behalf of me/us at the annual general meeting of 2017 of CSSC Offshore & Marine Engineering (Group) Company Limited (the "Company"), to be held at the Conference Room of the Company at 40 South Fangcun Main Road, Liwan District, Guangzhou, the People's Republic of China at 10:00 a.m. on Tuesday, 29 May 2018 or at any adjournment thereof.

No.	Ordinary resolutions	Voting instruction		
		For ⁽³⁾	Against ⁽³⁾	Abstain ⁽³⁾
1	the report of the board of directors for 2017			
2	the report of the supervisory committee for 2017			
3	the annual report for 2017 (including the financial statements for 2017)			
4	the profit distribution proposal for 2017			
5	the resolution on the proposed provision of guarantee by the Company and its subsidiaries and the cap for 2018			
6	the resolution in relation to the appointment of the auditors of the Company for financial reports for 2018			

Signature of Appointor⁽⁴⁾ _____

Identity card number of Appointor: _____

Number of shares held by Appointor: _____

Shareholder account number of Appointor: _____

Signature of Proxy: _____

Identity card number of Proxy: _____

Date of appointment: _____, 2018

Notes:

- Please fill in the number of shares registered under your name and to which the proxy relates. If no such number is filled, this proxy form will be deemed to relate to all the shares in the Company registered under your name.
- Please delete "the Chairman of the Annual General Meeting of 2017 or" and insert the name of proxy appointed if the chairman of the meeting is not appointed as your proxy.
- Please provide your voting instruction to your proxy in respect of the resolution. If you wish to vote for any resolution, please tick in the box marked "For". If you wish to vote against any resolution, tick in the box marked "Against". If you wish to abstain from voting on any resolution, tick in the box marked "Abstain". Failure to tick a box will entitle your proxy to cast your vote at his discretion.
- The proxy form must be signed by you or your attorney duly authorized in writing, or if the shareholder is a company, signed either under seal or under the hand of an officer or attorney duly authorized.
- In order to be valid, please lodge this proxy form together with the notarized power of attorney or other documents of authorization (if any) under which it is signed (in case of holders of A shares) to the Company's registered address not less than 24 hours before the time scheduled for the holding of the EGM (or any adjournment thereof) (i.e. before 10:00 a.m. on 28 May 2018). Holders of H shares must deliver completed proxy forms and other authorization documents (if any) to the Company's H share registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 24 hours before the time scheduled for the holding of the Annual General Meeting of 2017 (or any adjournment thereof).
- Please note that, a shareholder who has not yet lodged the proxy form for the Annual General Meeting of 2017 enclosed with the notice of the shareholders' meeting of the Company dated 29 March 2018 (the "First Proxy Form") with the Company or the Company's H share registrar is requested to lodge this proxy form (the "Revised Proxy Form") if he/she/it wishes to appoint proxy/proxies to attend the Annual General Meeting of 2017 on his/her/its behalf. In this case, the First Proxy Form should not be lodged with the Company or the Company's H share registrar.
- Please note that, For any shareholder who has lodged the First Proxy Form with the Company or the Company's H share registrar:
 - the completed Revised Proxy Form will be treated as the valid proxy form lodged by such shareholder;
 - if such shareholder fails to lodge the Revised Proxy Form with the Company or the Company's H share registrar, Hong Kong Registrars Limited, the lodged First Proxy Form, if duly completed, will remain effective and applicable to the extent permissible. For the additional resolutions not set out in the First Proxy Form, the proxy appointed under the First Proxy Form shall have the right to vote at his/her discretion if no relevant instruction is received;
 - any Revised Proxy Form which is lodged with the Company or the Company's H share registrar after the Closing Time shall be invalid. Any vote that may be cast by the purported proxy/proxies (whether appointed under the First Proxy Form or the Revised Proxy Form) will not be counted in any poll taken on a proposed resolution. Accordingly, Shareholders are advised to lodge the Revised Proxy Form before the Closing Time.
- Shareholders are reminded that completion and return of the Revised Proxy Form will not preclude them from attending and voting in person at the Annual General Meeting of 2017 or any adjournment thereof. In such case, any proxy form shall be deemed as revoked.