

ZOOMLION

中联重科

Zoomlion Heavy Industry Science and Technology Co., Ltd.*

中联重科股份有限公司

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

(Stock Code: 1157)

PROXY FORM FOR H SHARES CLASS MEETING

Number of H shares to which this proxy
form relates ^(Note 1)

I/We ^(Note 2): _____

Address: _____,

being the registered holder(s) of ^(Note 3) _____ H shares
of RMB1.00 each in the share capital of Zoomlion Heavy Industry Science and Technology Co., Ltd. (the “Company”) hereby appoint
the **Chairman of the meeting** or ^(Note 4) _____

of _____ (Address) ^(Note 4)

to act as my/our proxy to attend and vote for me/us and on my/our behalf at the H shares class meeting (the “Meeting”) of the
Company to be held at Multi-function Conference Room, Company Office Building, No. 361, Yin Pen South Road, Changsha City,
Hunan Province, the PRC at 3:30 p.m. on Tuesday, 29 January 2019 and any adjournment thereof as hereunder indicated in respect of
the resolution set out in the notice of the Meeting, and, if no such indications is given, as my/our proxy thinks fit ^(Note 5).

	Special Resolution	For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
1.	To consider and approve the amendments to the articles of association of the Company as set out in the circular of the Company dated 11 December 2018.			

Date: _____

Signature of shareholder ^(Note 6): _____

* For identification purpose only

Notes:

- Please insert the number of H shares registered in your name(s) to which this proxy form relates. This proxy form will be deemed to relate to such number of shares inserted. If no number is inserted, this proxy form will be deemed to relate to all the shares in the Company registered in your name(s).
- Please insert the full name(s) (in Chinese or in English) and address(es) as shown in the register of members of the Company in **block letters**.
- Please insert the number of shares registered in your name(s).
- If any proxy other than the chairman of the meeting is preferred, delete the words “the **Chairman of the meeting** or” and insert the name and address of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend and vote in his stead. The appointed proxy need not be a shareholder of the Company, provided that the proxy shall attend the Meeting in person on behalf of the shareholder. In the event that a shareholder appoints more than one proxy to attend the meeting, such proxies may only exercise their voting rights by poll. **Any alteration made to this proxy form must be duly initiated by the person who signs it.**
- Important: if you wish to vote for any resolution, please tick in the box marked “**For**”. If you wish to vote against any resolution, please tick in the box marked “**Against**”. If you wish to abstain for vote, please tick in the box marked “**Abstain**”. If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his discretion. Unless you have indicated otherwise in this proxy form, your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the meeting. You should give your direction as any one of the following: “For”, “Against” or “Abstained”. Any vote which is not filled or filled wrongly or with unrecognisable writing or not casted will be deemed as having been waived by you, and the corresponding vote will be counted as “Abstained”.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of the holder of H shares being a legal entity, must either be executed under seal or under the hand of a director or an attorney duly authorised to sign the same. If this proxy form is signed by an attorney duly authorised in writing by the holder of H shares, the power of attorney or other authorisation document under which it is signed must be notarised.
- To be valid, this proxy form together with the power of attorney or other authorisation document (if any) must be delivered to the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 24 hours before the time fixed for holding the Meeting.
- In the case of joint holders of any H share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders are present at the meeting in person or by proxy, the vote of the person, whose name stands first on the register of members of the Company in respect of such share shall be accepted.
- Identification documents must be shown by H shareholder(s) or proxies to attend the Meeting.