



CNBM

China National Building Material Company Limited*

中國建 材 股 份 有 限 公 司

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

(Stock Code: 3323)

**FORM OF PROXY FOR THE H SHAREHOLDERS' CLASS MEETING TO BE HELD
ON WEDNESDAY, 6 DECEMBER 2017 ^(Note 1)**

I/We ^(Note 2) _____ of _____

(as shown in the register of members) being the registered holder(s) of ^(Note 3) _____

H shares of RMB1.00 each in the share capital of China National Building Material Company Limited (the "Company") **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** ^(Note 4) or _____ of _____

as my/our proxy(ies) to attend and act for me/us at the H shareholders' class meeting (the "Class Meeting") of the Company to be held at 10:30 a.m. or immediately after the conclusion or adjournment of the extraordinary general meeting of the Company on Wednesday, 6 December 2017 at Tower 2, Guohai Plaza, No. 17 Fuxing Road, Haidian District, Beijing, the People's Republic of China (the "PRC") (or at any adjournment thereof) for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the Class Meeting and at the Class Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below and, if no such indication is given, as my/our proxy(ies) thinks fit. Unless otherwise indicated, capitalised items used herein shall have the same meaning as those defined in the circular dated 20 October 2017 issued by the Company.

	Special Resolutions	For ^(Note 5)	Against ^(Note 5)
1.	To consider and approve the Merger Agreement dated 8 September 2017 entered into between CNBM and Sinoma, a copy of the Merger Agreement has been produced to the CNBM H Shareholders' Class Meeting marked 'A' and signed by the chairman of the CNBM H Shareholders' Class Meeting for identification purpose, and the Merger and the transactions contemplated under the Merger Agreement.		
2.	To consider and approve conditional upon the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in CNBM H Shares, the grant of special mandate to the CNBM's Board for the issuance of CNBM H Shares pursuant to the Merger Agreement as set out in the CNBM Circular.		

Date: _____ 2017

Signature(s) ^(Note 6): _____

* For identification purposes only

Notes:

1. **IMPORTANT: You should first review the Circular of the Company dated 20 October 2017 relating to, among other things, the (1) merger of CNBM and SINOMA (2) major and connected transaction for CNBM (3) mandate by CNBM to issue CNBM H shares and CNBM unlisted shares (4) proposed amendments to the articles of association of CNBM (5) proposed change of supervisor (6) notice of the CNBM extraordinary general meeting (7) notice of CNBM H shareholders' class meeting (8) notice of CNBM domestic shareholder' class meeting, before appointing the proxy.**
2. Please insert the full name(s) (in Chinese or English) and address(es) (as shown in the register of members) in **BLOCK CAPITALS**.
3. Please insert the number of shares to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares registered in your name(s).
4. If any proxy other than the Chairman of the Meeting is preferred, please strike out the words **"THE CHAIRMAN OF THE MEETING"** and insert the name and address of the proxy desired in the space provided. A shareholder entitled to attend and vote at the Class Meeting may appoint one or more proxies to attend and vote on his behalf. A proxy need not be a shareholder of the Company but must attend the Class Meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK IN THE BOX MARKED "AGAINST"**. If no direction is given, your proxy may vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Class Meeting other than those referred to in the notice convening the Class Meeting.
6. This form of proxy must be signed by you or your attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If this form of proxy is signed by an attorney of a shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.
7. In accordance with the Company's Articles of Association, where two or more persons are registered as the joint holders of any share, only the person whose name appears first in the register of members shall be entitled to receive notice of the Class Meeting, to attend and exercise all the voting powers attached to such share at the Class Meeting.
8. In order to be valid, this form of proxy together with the power of attorney or other authorisation document (if any) must be deposited at the H share registrar of the Company, Tricor Investor Services Limited, not less than 48 hours before the time fixed for holding the Class Meeting (i.e. not later than 10:30 a.m. on Monday, 4 December 2017) or any adjournment thereof (as the case may be).
9. The address and contact details of the H share registrar of the Company, Tricor Investor Services Limited, are as follows:
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong
Telephone No.: (+852) 2980 1333
Facsimile No.: (+852) 2810 8185
10. A shareholder or his/her/its proxy should produce proof of identity when attending the Class Meeting. If a corporate shareholder appoints its legal representative to attend the Class Meeting, such legal representative shall produce proof of identity and a copy of the resolution of the board of directors or other governing body of such shareholder appointing such legal representative to attend the Class Meeting.
11. References to time and dates in this form of proxy are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Class Meeting of the Company (the "**Purposes**"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to Tricor Investor Services Limited at the above address or by email to cnbm3323-ecom@hk.tricorglobal.com.