



**INNER MONGOLIA ENERGY ENGINEERING CO., LTD.**  
**內蒙古能源建設投資股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 01649)**

**Revised Form of Proxy for the Annual General Meeting of 2018 (the “Meeting”)**

Number of domestic shares/ H shares <sup>(Note 1)</sup> to which this form of proxy relates <sup>(Note 2)</sup>	
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I/We <sup>(Note 3)</sup> (name) \_\_\_\_\_  
of <sup>(Note 3)</sup> (address) \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ <sup>(Note 4)</sup> domestic shares/H shares <sup>(Note 1)</sup> of RMB1.00 each in the share capital of Inner Mongolia Energy Engineering Co., Ltd. (the “Company”) hereby appoint the Chairman of the Meeting, or <sup>(Note 5)</sup> \_\_\_\_\_  
of (address) \_\_\_\_\_

as my/our proxy to attend and vote for me/us on my/our behalf as direct below, or if no such indication is given then to vote as my/our proxy thinks fit, at the Meeting to be held at the Meeting Room, 8th Floor, Harbour Building, Ordos East Street, Saihan District, Hohhot, Inner Mongolia Autonomous Region, PRC at 9:00 a.m. on Friday, December 27, 2019 or at any adjournment thereof.

ORDINARY RESOLUTIONS		FOR <sup>(Note 6)</sup>	AGAINST <sup>(Note 6)</sup>	ABSTAIN <sup>(Note 6)</sup>
1.	To consider and approve the resolution in relation to the nomination of Mr. Niu Jirong as the candidate for an executive director of the Board of the Company.			
2.	To consider and approve the resolution in relation to the dismissal of an executive director of the Company.			
SPECIAL RESOLUTION		FOR <sup>(Note 6)</sup>	AGAINST <sup>(Note 6)</sup>	ABSTAIN <sup>(Note 6)</sup>
3.	To consider and approve the resolution in relation to the amendment to the Company's articles of association.			

Date: \_\_\_\_\_ Signature of Shareholder(s) <sup>(Notes 7 and 9)</sup>: \_\_\_\_\_

**Notes:**

- Please delete as appropriate.
- Please insert the number of shares of the Company registered in your name(s) to which this revised proxy relates. If a number is inserted, this revised form of proxy will be deemed to relate only to those shares. If no number is inserted, the revised form of proxy will be deemed to relate to all shares registered in your name(s) (whether alone or jointly with others).
- Please insert the full name(s) and address(es) as registered in the register of members of the Company in **BLOCK LETTERS**.
- Please insert the number of domestic shares/H shares of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, please strike out the words “the Chairman of the Meeting, or” and insert the name and address of the proxy desired in the space provided. If this space is not completed, the Chairman of the Meeting will act as your proxy. A shareholder may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. **ANY ALTERATION MADE TO THIS REVISED FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: PLEASE INDICATE BY A “✓” IN THE SPACE PROVIDED AS TO HOW YOU WISH YOUR VOTES TO BE CAST. IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES UNDER THE COLUMN MARKED “FOR”; IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES UNDER THE COLUMN MARKED “AGAINST”; IF YOU WISH TO ABSTAIN FROM VOTING ON A RESOLUTION, PLEASE TICK THE APPROPRIATE BOXES UNDER THE COLUMN MARKED “ABSTAIN”.** The share abstained will not be counted in the calculation of required majority for the passing of resolution. Without such specific directions the proxy may at his/her discretion vote for or against the resolutions or abstain from voting. Your proxy will also be entitled to vote at his/her discretion on any resolutions properly put to the Meeting other than those referred to in the notice of the annual general meeting dated November 12, 2019 and the supplemental notice of the annual general meeting dated December 7, 2019.
- This revised form of proxy shall be under the hand of the shareholder or of his/her attorney duly authorised in writing, or, if the shareholder is a corporation or a legal person, either under its seal or under the hand of a director or other attorney duly authorised in writing. In case of joint holders, this revised form of proxy must be signed by the shareholder whose name stands first in the register of members of the Company.

8. To be valid, this revised form of proxy and, if such form is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of such power of attorney or other authority must be deposited to the company secretaries of the Company, at Room 1103, 11th Floor, Harbour Building, Ordos East Street, Saihan District, Hohhot, Inner Mongolia Autonomous Region, the PRC (for holders of domestic shares), or 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 (for holders of H shares) not less than 24 hours before the time appointed for holding the Meeting (by 9:00 a.m. on Tuesday, December 24, 2019 (Hong Kong time)) or not less than 24 hours before the time appointed for taking the poll.
9. If a Shareholder has not yet returned the original form of proxy dispatched by the Company on November 12, 2019 (the "**Original Form of Proxy**") in accordance with the instructions printed thereon, and wishes to appoint a proxy to attend the Meeting on his/her behalf, he/she is required to submit the revised form of proxy. In this case, the Shareholder shall not submit the Original Form of Proxy.
10. If a Shareholder has already returned the Original Form of Proxy in accordance with the instructions printed thereon, he/she should note that:
  - a) If no revised form of proxy is returned by the Shareholder, the Original Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed. The proxy appointed under the Original Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the annual general meeting, including the additional proposed resolutions as set out in the circular and the revised notice of annual general meeting.
  - b) If the revised form of proxy is returned by the Shareholder not less than 24 hours before the time appointed for holding the annual general meeting, the revised form of proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed.
  - c) If the revised form of proxy is returned by the Shareholder after the closing time set out in the revised notice of annual general meeting, the revised form of proxy will be deemed invalid. It will not revoke the Original Form of Proxy previously lodged by the Shareholder. The Original form of proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed. The proxy appointed under the Original Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the annual general meeting, including the additional proposed resolutions as set out in the circular and the revised notice of annual general meeting.
11. Where there are joint holders of any shares, only the joint holder whose name stands first on the register of members is entitled to vote at the Meeting either in person or by proxy in respect of such shares.
12. Completion and return of this revised form of proxy will not preclude you from attending and voting at the Meeting if you so wish. In such event, the instrument appointing a proxy shall be deemed invalid.
13. Shareholders shall produce their identification documents when attending the annual general meeting in person or by proxy.
14. All times refer to Hong Kong local time, except as otherwise stated.

#### **PERSONAL INFORMATION COLLECTION STATEMENT**

"Personal Data" in this revised proxy form has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Cap 486 ("**PDPO**"), which includes your and your proxy's name and address.

Your and your proxy's Personal Data provided in this revised proxy form will be used in connection with processing your request for the appointment of a proxy to attend, act and vote on your behalf as directed above at the annual general meeting of the Company. The supply of your and your proxy's Personal Data is on a voluntary basis. However, we may not be able to process your request unless you provide us with your and your proxy's Personal Data.

Your and your proxy's Personal Data will be disclosed or transferred to the Company, the Company's H Share Registrar and/or other companies or bodies for the purpose stated above, or when it is required to do so by law, and will be retained for such period as may be necessary for our verification and record purpose.

By providing your proxy's Personal Data in this revised proxy form, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her Personal Data provided in this revised proxy form and that you have informed your proxy of the purpose for and the manner in which his/her Personal Data may be used.

You/your proxy have/has the right to request access to and/or correction of your/your proxy's Personal Data respectively in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your/your proxy's Personal Data should be in writing to the Company at the above address.