



河南金馬能源股份有限公司  
HENAN JINMA ENERGY COMPANY LIMITED

(A joint stock company incorporated in the People's Republic of China with limited liability)  
(Stock Code: 6885)

Proxy form for use at the Extraordinary General Meeting and  
any adjournment thereof

No. of H Shares to which this proxy relates<sup>(note 1)</sup>

I/We<sup>(note 2)</sup>

of<sup>(note 2)</sup>

being the registered holders of the relevant H Shares in Henan Jinma Energy Company Limited (the "Company"), HEREBY APPOINT the Chairman of the meeting or<sup>(note 3)</sup> \_\_\_\_\_ as my/our proxy to attend and act for me/us at the extraordinary general meeting of the Company to be held at the Company's conference room at Room 2801, 88 Hing Fat Street, Causeway Bay, Hong Kong, at 10:00 a.m. on Friday, 9 December 2022 (and at any adjournment thereof) (the "Extraordinary General Meeting") and to exercise all rights conferred on proxies under law, regulation and the Articles of Association of the Company in respect of any other business to be considered in the Extraordinary General Meeting. I/We wish my/our proxy to vote as indicated below in respect of the resolution to be proposed at the Extraordinary General Meeting as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

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Unless the context requires otherwise, terms defined in the notice convening the Extraordinary General Meeting dated 24 November 2022 shall have the same meanings when used herein.

ORDINARY RESOLUTION		FOR <sup>(note 4)</sup>	AGAINST <sup>(note 4)</sup>
1.	To consider and approve the New Framework Agreement, the Continuing Connected Transactions and the Proposed Annual Caps as referred to in the circular of the Company dated 24 November 2022.		
SPECIAL RESOLUTION		FOR <sup>(note 4)</sup>	AGAINST <sup>(note 4)</sup>
2.	To consider and approve the amendments to the articles of association of the Company as set out in the notice convening the Extraordinary General Meeting.		

Date: \_\_\_\_\_, 2022

Signature<sup>(Note 5)</sup>: \_\_\_\_\_

Notes:

- Please insert clearly the number of H Shares registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy will be deemed to be appointed in respect of all the H Shares registered in your name(s).
- Please insert full name(s) and address(es) in **BLOCK LETTERS**.
- A shareholder is entitled to appoint a proxy of his own choice. Where the proxy appointed is not the Chairman of the Extraordinary General Meeting, please cross out "the Chairman of the meeting or", and fill in the name(s) and address(es) of the proxy in the space provided. Each Shareholder is entitled to attend and vote at the Extraordinary General Meeting may appoint one or more proxies to attend and vote at the on his behalf. A proxy need not be a member of the Company. With respect to any Shareholder who has appointed more than one proxy, the proxy holder may only vote on a poll. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT:** if you wish to vote for any resolution, tick in the box marked "For". If you wish to vote against any resolution, tick in the box marked "Against". Failure to tick any box will entitle your proxy to cast your vote at his discretion.
- This form of proxy must be signed by you or your attorney duly authorised in writing. If the form of proxy is signed by your attorney duly authorised in writing, the relevant power of attorney and other relevant documents of authorisation (if any) must be notarised. If a corporate Shareholder appoints a person other than its legal representative to attend the Extraordinary General Meeting on its behalf, the relevant form of proxy must be affixed with the company seal/chop of the corporate Shareholder or duly signed by its director or any other person duly authorised by that corporate Shareholder as required by the Articles of Association of the Company.
- In order to be valid, this completed and signed proxy form and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any), shall be delivered by personal delivery or by post to the Company's H-Share Registrar such that the same shall be received by the Company's H-Share Registrar not less than 24 hours before the time appointed for the Extraordinary General Meeting. The contact details of the Company's H-Share Registrar are as follows:

Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong