



HONG KONG RESOURCES HOLDINGS COMPANY LIMITED

香港資源控股有限公司

(Incorporated in Bermuda with limited liability and carrying on business in Hong Kong
as HKRH China Limited)
(Stock Code: 2882)

Proxy Form for Special General Meeting

I/We ^(Note 1) _____
of ^(Note 2) _____
being registered holder(s) of ^(Note 3) _____
Shares (“Shares”) of HK\$0.001 each in the capital of Hong Kong Resources Holdings Company Limited (the “Company”), hereby appoint
^(Note 4) _____
the chairman of the meeting, or _____
of _____
as my/our proxy to attend, act and vote for me/us at the special general meeting of the Company (the “SGM”) (or any adjournment thereof)
to be held at Room 2306, 23/F, Tower One, Lippo Centre, No. 89 Queensway, Hong Kong on Thursday, 15 December 2022 at 11 a.m. on the
resolution set out in the notice of the SGM as indicated below, and if no such indication is given, as my/our proxy thinks fit.

| | RESOLUTION | FOR ^(Note 5) | AGAINST ^(Note 5) |
|----|---|-------------------------|-----------------------------|
| 1. | To grant a specific mandate to the directors of the Company to allot and issue an aggregate of 53,934,320 new shares of the Company at the issue price of approximately HK\$0.289 per share to the Vendors in accordance with the terms and conditions of the Sale and Purchase Agreement (as amended by the Supplemental Agreement) as more particularly set out as the ordinary resolution in the notice convening the SGM. | | |

Dated the _____ day of _____ 2022 Signature(s) ^(Note 6) _____

Notes:

1. Your full name(s) to be inserted in BLOCK CAPITALS.
2. Your address(es) to be inserted in BLOCK CAPITALS.
3. Please insert the number of Shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Shares in the Company registered in your name(s).
4. 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 in the space provided. Any alteration made to this form of proxy must be initialled by the person who signs it.
5. Important: If you wish to vote for the resolution, insert “X” in the box marked “FOR”. If you wish to vote against the resolution, insert “X” in the box marked “AGAINST”. Failure to mark “X” in the box will entitle your proxy to cast your vote at his discretion.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of any director or attorney duly authorised in writing.
7. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible, but in any event not less than 48 hours (i.e. not later than 11 a.m. on Tuesday, 13 December 2022) before the time appointed for the holding of the SGM or any adjourned meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the SGM or any adjournment thereof if you so wish and, in such event, the form of proxy shall be deemed to be revoked.
8. In the case of joint holders of a Share, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s), and for this purpose, seniority will be determined by the order in which their names stand in the register of members of the Company in respect of the joint holding.
9. The proxy need not be a member of the Company.
10. The description of the resolution in this form of proxy is by way of summary only. The full text appears in the notice convening the SGM as contained in the Company’s circular dated 29 November 2022.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- (ii) Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this proxy form.
- (iii) Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the branch share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- (iv) You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Personal Data Privacy Officer of the branch share registrar.