



内蒙古伊泰煤炭股份有限公司

INNER MONGOLIA YITAI COAL CO., LTD.*

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

(Stock Code: 3948)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 19 MAY 2023

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____ shares ^(Note 2) of RMB1.00 each
in the share capital of Inner Mongolia Yitai Coal Co., Ltd. (the "Company") **HEREBY APPOINT THE CHAIRMAN OF THE
MEETING** or ^(Note 3) _____
of _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the 2022 annual general meeting of the Company at Room 1, Conference Center, Building of Inner Mongolia Yitai Coal Co., Ltd., Ordos, Inner Mongolia, the People's Republic of China (the "PRC") at 3:00 p.m. on 19 May 2023 (the "Meeting"), and any adjournment thereof, for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting.

Please tick ("✓") in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll ^(Note 4).

ORDINARY RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)	Abstain ^(Note 4)
1	To consider and approve the resolution regarding the annual report of the Company for the year 2022 and its summary, and annual results announcement for the year ended 31 December 2022.			
2	To consider and approve the resolution regarding the report of the board of directors (the "Board" or the "Board of Directors") of the Company for the year 2022.			
3	To consider and approve the resolution regarding the performance report of the independent directors of the Company for the year 2022.			
4	To consider and approve the resolution regarding the report of the supervisory committee of the Company for the year 2022.			
5	To consider and approve the resolution regarding the profit distribution plan of the Company for the year 2022.			
6	To consider and approve the resolution regarding the Company's capital expenditure plan in 2023.			
7	To consider and approve the resolution regarding the estimates of the provision of guarantee by the Company for its holding subsidiaries in 2023.			
8	To consider and approve the resolution regarding the estimates of the provision of guarantee by the Company for commercial acceptance bill financing business of its certain wholly-owned subsidiaries and holding subsidiaries in 2023.			
9	To consider and approve the resolution regarding the entrusted wealth management with temporarily idle self-owned funds of the Company.			
10	To consider and approve the resolution regarding the re-appointment of financial audit institution of the Company for the year 2023.			
11	To consider and approve the resolution regarding the re-appointment of internal control audit institution of the Company for the year 2023.			
12	To consider and approve the resolution regarding the remuneration for the directors of the ninth session of the Board of the Company.			
13	To consider and approve the resolution regarding the remuneration for the supervisors of the ninth session of the supervisory committee of the Company.			

* For identification purpose only

Ordinary Resolutions (by way of cumulative voting)		For <i>(Note 4)</i>	Against <i>(Note 4)</i>	Abstain <i>(Note 4)</i>
14	To consider and approve the resolutions regarding the election of executive directors for the ninth session of the Board of the Company:			
14.1	To consider and approve the appointment of Mr. Zhang Jingquan as an executive director of the Company.			
14.2	To consider and approve the appointment of Mr. Liu Chunlin as an executive director of the Company.			
14.3	To consider and approve the appointment of Mr. Li Juncheng as an executive director of the Company.			
14.4	To consider and approve the appointment of Mr. Zhao Like as an executive director of the Company.			
14.5	To consider and approve the appointment of Mr. Yang Jialin as an executive director of the Company.			
14.6	To consider and approve the appointment of Mr. Bian Zhibao as an executive director of the Company.			
15	To consider and approve the resolutions regarding the election of independent non-executive directors of the ninth session of the Board of the Company:			
15.1	To consider and approve the appointment of Ms. Du Yingfen as an independent non-executive director of the Company.			
15.2	To consider and approve the appointment of Mr. E Erdun Tao Ketao as an independent non-executive director of the Company.			
15.3	To consider and approve the appointment of Mr. Tan Guoming as an independent non-executive director of the Company.			
16	To consider and approve the resolutions regarding the election of the supervisors of the ninth session of the supervisory committee of the Company:			
16.1	To consider and approve the appointment of Mr. Liu Xianguhua as a shareholder representative supervisor of the Company.			
16.2	To consider and approve the appointment of Ms. Chen Rong as a shareholder representative supervisor of the Company.			
16.3	To consider and approve the appointment of Mr. Wang Yongliang as an independent supervisor of the Company.			
16.4	To consider and approve the appointment of Mr. Wu Qu as an independent supervisor of the Company.			

Date: _____

Signature(s): _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK LETTERS**.
2. Please insert the number of shares registered in your name(s) to which this form of proxy related. If no number is inserted, this form of proxy will be deemed to relate to all shares registered in your name(s).
3. 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. A shareholder entitled to attend and vote at the Meeting may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company but must attend the Meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **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". IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, TICK IN THE BOX MARKED "ABSTAIN". ANY ABSTAIN VOTE OF SHAREHOLDERS PRESENT AT THE MEETING (INCLUDING THEIR PROXIES) SHALL BE REGARDED AS VOTING RIGHTS FOR THE PURPOSE OF CALCULATING THE RESULT OF THAT RESOLUTION; BALLOTS OF ANY VOTES WHICH ARE INCOMPLETE, INCORRECTLY COMPLETED, ILLEGIBLE OR NOT CAST SHALL BE DEEMED TO BE FORBIDDEN VOTING RIGHTS, THUS THE VOTING RESULT IN RESPECT OF THESE SHARES SHALL BE COUNTED AS "ABSTAIN" AND THE VOTES SHALL BE REGARDED AS VOTING RIGHTS FOR THE PURPOSE OF CALCULATING THE RESULT OF THAT RESOLUTION; WHILE FOR SHAREHOLDERS NOT PRESENT AT THE MEETING, ANY WAIVER TO VOTE SHALL BE DISREGARDED AS VOTING RIGHTS FOR THE PURPOSE OF CALCULATING THE RESULTS OF RESOLUTIONS.** If no direction is given, your proxy may vote or abstain at his discretion.
5. Attention:
 - (a) Pursuant to the articles of association of the Company, voting at the meeting in respect of Resolutions No. 12 to 14 in relation to the proposed election of executive Directors, independent non-executive Directors and supervisors (as the case may be) shall be conducted by way of cumulative voting. In respect of these resolutions, you are entitled to a number of votes equivalent to the number of shares held by you multiplying the number of the executive Director, independent non-executive Director or supervisor candidates.
 - (b) The accumulative voting will be made separately by the three categories of (i) the executive Directors, (ii) the independent non-executive Directors and (iii) the supervisors, i.e. (i) for the election of the executive Directors, the total number of votes you may cast shall equal to the product of the number of shares held by you multiplying the number of the proposed executive Directors, i.e. 6, and this particular allocation of votes may only be cast on the proposed executive Director candidates; (ii) for the election of independent non-executive Directors, the total number of votes you may cast shall equal to the product of the number of shares held by you multiplying the number of the proposed independent non-executive Director candidates, i.e. 3, and this particular allocation of votes may only be cast on the proposed independent non-executive Director candidates; and (iii) for the election of supervisors, the total number of votes you may cast shall equal to the product of the number of shares held by you multiplying the number of the proposed supervisors, i.e. 4, and this particular allocation of votes may only be cast on the proposed supervisor candidates.

For illustration, if you hold 100 shares, the total number of votes you may cast in respect of Resolutions No. 12.1 to 12.6 will be 600 votes, and this particular allocation of votes may only be cast on the proposed executive Director candidates; the total number of votes you may cast in respect of Resolutions No. 13.1 to 13.3 will be 300 votes, and this particular allocation of votes may only be cast on the proposed independent non-executive Director candidates; and the total number of votes you may cast in respect of Resolutions No. 14.1 to 14.4 will be 400 votes, and this particular allocation of votes may only be cast on the proposed supervisor candidates.

Within the particular allocation of votes, you may either cast all your votes to one of the proposed executive Director, independent non-executive Director or supervisor candidates respectively (FOR, AGAINST or ABSTAIN), or cast them equally or diversely to more than one of the proposed executive Director, independent non-executive Director or supervisor candidates (FOR, AGAINST or ABSTAIN).

Please specify the number of votes cast for each of the candidates for executive Director, independent non-executive Director or supervisor in the boxes marked "FOR", "AGAINST" or "ABSTAIN". Failure to specify the number of votes cast for each of the candidates will entitle your proxy to cast your vote at his discretion.
 - (c) Please note with particular attention that, if the total number of votes you have cast are less than or equal to the maximum number of votes you may cast in respect of that particular category, your votes shall be valid and the votes not cast shall be deemed to have been waived by you; if the total number of votes you have cast exceeds the maximum votes you have, all the votes cast by you shall be invalid and you shall be deemed as having waived your right to vote.

For illustration, if you hold 100 shares and have cast 600 votes or less in respect of Resolutions No. 12.1 to 12.6, your votes shall be valid and the votes not cast shall be deemed to have been waived by you. However, if you have cast more than 600 votes in respect of Resolutions No. 12.1 to 12.6, all the votes cast by you shall be invalid and you shall be deemed as having waived your right to vote on such resolutions.
 - (d) An executive Director, independent non-executive Director or supervisor candidate who has received favourable votes exceeding half of the number of shares carrying voting right (which refers to number of shares assuming the cumulative voting has not been applied) represented by the Shareholders attending the meeting shall be elected.
6. This form of proxy must be signed by you or your attorney duly authorized in writing. In the case of a corporation, the same must be either under its common seal or under the hand of its legal representative or duly authorised attorney. If the form of proxy is signed by an attorney of the shareholder, the power of attorney authorizing that attorney to sign or other document(s) of authorisation must be notarized.

7. Where there are joint holders of any share, any one of such holders may vote, 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 be present at the meeting whether attending 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, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).
8. In order to be valid, the form of proxy together with the power of attorney or other document(s) of authorization (if any) must be deposited with Computershare Hong Kong Investor Services Limited, the H share registrar of the Company in Hong Kong, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no less than 24 hours before the time appointed for holding the Meeting (i.e. 3:00 p.m. on Thursday, 18 May 2023) or 24 hours before the time appointed for the holding of any adjournment thereof, as the case may be. Completion and return of a form of proxy will not preclude a shareholder from attending and voting in person at the Meeting if he so wishes.
9. Shareholders or their proxies attending the Meeting shall produce their identity documents.