

CHINA GAS INDUSTRY INVESTMENT HOLDINGS CO. LTD.

(Incorporated in the Cayman Islands with members' limited liability)

(Stock code: 1940)

Number of shares of the Company to which this form of proxy relates ^(Note 1)	
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FORM OF PROXY FOR THE ANNUAL GENERAL MEETING (THE "AGM") TO BE HELD ON FRIDAY, 9 JUNE 2023 AT 3:00 P.M.

I/We ^(Note 2) _____
of _____
being the registered holder(s) of shares of US\$0.0001 each in the issued share capital of CHINA GAS INDUSTRY INVESTMENT HOLDINGS CO. LTD. (the "Company") hereby appoint the chairman of the AGM or _____
of _____
as my/our proxy ^(Note 3) to attend, act and vote for me/us and on my/our behalf as directed below at the AGM to be held at 10/F., United Centre, 95 Queensway, Admiralty, Hong Kong on Friday, 9 June 2023, 3:00 p.m. (and at any adjournment thereof).

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

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the "Directors") and auditor (the "Auditor") of the Company for the year ended 31 December 2022.		
2.	(a) To re-elect Ms. Gao Guimin as an executive Director.		
	(b) To re-elect Mr. Xiao Huanwei as an independent non-executive Director.		
	(c) To re-elect Ms. Li Chun Elsy as an independent non-executive Director.		
	(d) To re-elect Mr. Zhang Wenli as a non-executive Director.		
	(e) To authorise the board of Directors (the "Board") to fix the respective Directors' remuneration.		
3.	To re-appoint BDO Limited as the Auditor for the year ending 31 December 2023 and to authorise the Board to fix their remuneration.		
4.	To grant a general and unconditional mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of shares of the Company in issue as at the date of passing of this resolution ^(Note 9) .		
5.	To grant a general and unconditional mandate to the Directors to allot, issue, or otherwise deal with additional shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of passing of this resolution ^(Note 9) .		
6.	Conditional upon resolutions 4 and 5 being passed, to extend the general mandate granted to the Directors to allot, issue or otherwise deal with additional shares in the capital of the Company by the aggregate number of shares repurchased by the Company ^(Note 9) .		
SPECIAL RESOLUTION		FOR	AGAINST
7.	To approve and adopt the second amended and restated memorandum and articles of association of the Company in substitution for, and to the exclusion of, the existing amended and restated memorandum and articles of association of the Company ^(Note 9) .		

Date: _____ 2023 Signature(s) ^(Note 5) _____

Notes:

- 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 the shares of the Company registered in your name(s). If more than one proxy is appointed, the number of shares of the Company in respect of which each such proxy so appointed must be specified.
- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- If any proxy other than the chairman of the AGM is preferred, please strike out the words "the chairman of the AGM or" and insert the name and address of the proxy desired in the space provided. Any shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "AGAINST"**. If this form of proxy is duly signed and returned but no direction is given in respect of any of the resolutions, your proxy will vote or abstain at his/her discretion in respect of such resolution where there is no direction. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- 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 seal or under the hand of an officer or attorney so authorised. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
- In order to be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for the AGM (i.e. not later than 3:00 p.m. on Wednesday, 7 June 2023 (Hong Kong time) or the adjourned meeting (as the case may be).
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM if you so wish.
- This is a summary of the resolution. Full text of the resolution is set out in the notice to the AGM dated 28 April 2023.

PERSONAL INFORMATION COLLECTION STATEMENT

"Personal Data" in this statement has the same meaning as "personal data" defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO"), which include your and your proxy's name and address. Your supply of the Personal Data 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 AGM of the Company (the "Purposes"). If you fail to supply sufficient information, we may not be able to process your instructions. We may disclose or transfer the Personal Data 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. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing to Tricor Investor Services Limited at the aforesaid address.