



延長石油國際有限公司

YANCHANG PETROLEUM INTERNATIONAL LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 00346)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 31 MAY 2024 OR ANY ADJOURNMENT THEREOF (THE “AGM”)

I/We¹, _____
of _____
being the registered holder(s) of² _____ shares ordinary shares of HK\$0.40 each in the share capital of Yanchang Petroleum International Limited (the “Company”) hereby appoint the Chairman of the AGM or³ _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the AGM to be held at Room Taishan, Level 5, Island Shangri-La, Pacific Place, Supreme Court Road, Central, Hong Kong on Friday, 31 May 2024 at 3:30 p.m. or at any adjournment thereof (as the case may be) on the undermentioned resolutions as indicated and if no such indication is given as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	To receive and adopt the audited financial statements and the report of the directors and the independent auditor’s report of the Company and its subsidiaries for the year ended 31 December 2023.		
2.	2.1 To re-elect Mr. Feng Yinguo as an executive director of the Company.		
	2.2 To re-elect Mr. Ng Wing Ka as an independent non-executive director of the Company.		
	2.3 To re-elect Mr. Leung Ting Yuk as an independent non-executive director of the Company.		
	2.4 To re-elect Mr. Sun Liming as an independent non-executive director of the Company.		
	2.5 To re-elect Dr. Mu Guodong as an independent non-executive director of the Company.		
	2.6 To authorise the board of directors of the Company to fix the remuneration of the directors.		
3.	To appoint BDO Limited as the auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.		
4.	To grant a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the aggregate nominal amount of the issued share capital as at the date of the passing of this resolution.		
5.	To grant a general mandate to the directors to repurchase shares not exceeding 10% of the aggregate nominal amount of the issued share capital as at the date of the passing of this resolution.		
6.	To extend the general mandate to issue shares by adding the number of shares being repurchased.		

Signature: _____

Date: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of ordinary shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the ordinary shares in the capital of the Company registered in your name(s).
3. If a proxy other than the Chairman is preferred, strike out “the Chairman of the AGM or” and insert the name and address of the person proposed to be appointed as proxy in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. Please indicate with a tick in the relevant box how you wish the proxy to vote on behalf. If this form of proxy is returned without any indication, you will be deemed to have authorised your proxy to vote or abstain from voting as he thinks fit.
5. Any member entitled to attend and vote is entitled to appoint a proxy(ies) to attend instead of him and to vote on a poll. A proxy need not be a member of the Company.
6. If the appointor is a corporation, this form of proxy must be executed under its seal or under the hand of an officer or attorney duly authorised on that behalf.
7. In the 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 vote(s) 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.
8. To be valid, this form of proxy together with the power of attorney or other authority, if any, under which it is signed must be completed and deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be).
9. Completion and deposit of this form of proxy will not preclude you from attending and voting in person at the AGM if you so wish. If you attend and vote at the AGM in person, the authority of your proxy will be revoked.