



CHINA GAS HOLDINGS LIMITED

中國燃氣控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 384)

FORM OF PROXY FOR SPECIAL GENERAL MEETING (OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF)

I/We¹ _____
of _____
being the registered holder(s) of² _____ share(s) of HK\$0.01 each in the capital of abovenamed company (the “**Company**”), HEREBY APPOINT³ the chairman of the special general meeting or any adjournment or postponement thereof of the Company (the “**SGM**”) or failing him, _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the SGM of the Company to be held at China Gas Building, 188 Meiyuan Road, Luohu District, Shenzhen, Guangdong Province, China at 10:00 a.m. on Wednesday, 24 June 2026 (or at any adjournment or postponement thereof) for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the SGM (the “**SGM Notice**”) and at the SGM to vote for me/us and in my/our name(s) in respect of the resolutions as indicated hereunder, and, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the SGM in such manner as he/she thinks fit.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
(a)	To consider and approve the adoption of the 2026 Share Award Scheme.		
(b)	Conditional upon the passing of ordinary resolution (a), to consider and approve the Scheme Mandate Limit.		
(c)	Conditional upon the passing of ordinary resolution (a), to consider and approve the proposed Service Provider Sub-limit.		
(d)	Conditional upon the passing of ordinary resolution (a), to consider and approve the grant of Award Shares to the following directors:		
	(i) 270,000,000 Award Shares to Mr. LIU Ming Hui.		
	(ii) 54,000,000 Award Shares to Mr. HUANG Yong.		
	(iii) 48,000,000 Award Shares to Mr. ZHU Weiwei.		
	(iv) 45,000,000 Award Shares to Dr. LIU Chang.		
	(v) 45,000,000 Award Shares to Dr. LIU Mingxing.		
(e)	To authorise any Director to do all such acts and/or execute all such documents as may be necessary or expedient in order to give effect to or otherwise in connection with the Director Conditional Grants.		

Dated this day _____ of _____ 2026 Signature(s)⁵ _____

Notes:

- Please insert full name(s) and address(es) in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- 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 capital of the Company registered in the name of the holder(s).
- If any proxy other than the chairman of the SGM is preferred, please delete the words “the chairman of the special general meeting or any adjournment or postponement thereof of the Company (“SGM”) or failing him,” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“✓”) IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“✓”) IN THE RELEVANT BOX MARKED “AGAINST”.** Failure to tick a box in respect of any resolution will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the SGM other than those referred to in the SGM Notice.
- This form of proxy must be signed by the shareholder(s) or his attorney duly authorised in writing. If the shareholder is a company, it should execute this form of proxy under its common seal or by the signature(s) of (a) person(s) duly authorised to sign on its behalf.
- In the case of joint shareholders, any one shareholder may sign this form of proxy. The vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(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 respect of the joint shareholding.

7. 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 notarially certified copy of such authority, must be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment or postponement thereof (as the case may be).
8. The proxy need not be a shareholder of the Company but must attend the meeting (or any adjournment or postponement thereof) in person to represent you.
9. Completion and return of this form of proxy will not preclude you from attending and voting in person at the SGM if you so wish. If you attend and vote at the SGM, this form of proxy will be deemed to be revoked.
10. Unless otherwise indicated, capitalized terms used in this form of proxy shall have the same meanings as those defined in the circular of the Company dated 4 June 2026.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- (ii) The supply of your and your proxy's Personal Data to the Company and/or the Company's branch share registrar in Hong Kong is on a voluntary basis and such data will be used for processing your instructions as stated in this form of proxy.
- (iii) Your and your proxy's Personal Data will not be disclosed or transferred to any third parties (other than the Company's branch share registrar in Hong Kong) unless it is a requirement to do so by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our verification and record purposes.
- (iv) By providing your proxy's Personal Data in this form of proxy, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his Personal Data provided in this form of proxy and that you have informed your proxy of the purpose for and the manner in which his data may be used.
- (v) You and your appointed proxy have the right to request access to and/or to correct the respective Personal Data in accordance with the provisions of the PDPO. Any such request should be made in writing and addressed to the Personal Data Privacy Officer of Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

* *For identification purposes only*