



# CHINA ENERGINE INTERNATIONAL (HOLDINGS) LIMITED

中國航天萬源國際(集團)有限公司\*

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 1185)

## PROXY FORM FOR USE AT THE ANNUAL GENERAL MEETING (AND AT ANY ADJOURNMENT THEREOF)

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(note 2)</sup> \_\_\_\_\_ shares of HK\$0.10 each in the capital of China EnerGINE International (Holdings) Limited (the "Company") hereby appoint <sup>(note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_ or failing him, the  
Chairman of the meeting, as my/our proxy to attend on my/our behalf at the meeting (and at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the resolutions set out in the notice of the meeting (with or without modifications) as hereunder indicated.

|    | Ordinary Resolutions   | FOR <sup>(note 4)</sup> | AGAINST <sup>(note 4)</sup> |
|----|--|-------------------------|-----------------------------|
| 1. | To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and of the auditor for the year ended 31 December 2017. |                         |                             |
| 2. | (a) To re-elect Mr. Xu Jun as an executive Director.   |                         |                             |
| 2. | (b) To re-elect Mr. Gordon Ng, who has served the Company for more than nine years, as an independent non-executive Director.  |                         |                             |
| 2. | (c) To re-elect Mr. Li Dapeng as an independent non-executive Director.  |                         |                             |
| 2. | (d) To authorise the board of Directors to fix the Directors' remuneration.  |                         |                             |
| 3. | To re-appoint Messrs. Deloitte Touche Tohmatsu as the auditor of the Company and to authorize the board of Directors to fix their remuneration.                            |                         |                             |
| 4. | To grant a general mandate to the directors to allot, issue and deal with new shares not exceeding 20% of the number of issued shares of the Company.                      |                         |                             |
| 5. | To grant a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company.                           |                         |                             |
| 6. | To extend the general mandate granted to the directors to allot, issue and deal with new shares not exceeding the number of shares repurchased by the Company.             |                         |                             |

Dated this \_\_\_\_\_ 2018 Signature <sup>(note 7)</sup> \_\_\_\_\_

### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK LETTERS**.
- Please insert the number of shares of HK\$0.10 each in the capital of the Company registered in your name(s); 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).
- Full name and address of proxy to be inserted in **BLOCK LETTERS**. **IF NOT COMPLETED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** If no direction is given, the proxy will be entitled to vote or abstain as he thinks fit. Your proxy will be entitled to vote or abstain at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- 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 that power or authority must be deposited at the Company's branch registrar in Hong Kong, Tricor Standard Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time appointed for the holding of the meeting or any adjourned meeting.
- In the case of joint holders of a share, the vote of the person whether attending in person or by proxy, whose name stands first on the Register of Members of the Company in respect of such share shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
- This form of proxy must be signed by you or your attorney duly authorized in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorized.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and delivery of this form of proxy shall not preclude you from attending and voting in person if you so wish.
- Any alteration to this form of proxy must be initialled by the person who signs it.

### PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) 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 Meeting of the Company (the 'Purposes'). We may transfer your and your proxy's (or proxies') name(s) and address(es) 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 authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) and any such request should be in writing by mail to the Company/Tricor Standard Limited at the above address.

\* For identification purpose only.