



# HANS ENERGY COMPANY LIMITED

## 漢思能源有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00554)

### FORM OF PROXY FOR THE 2023 ANNUAL GENERAL MEETING

I/We (Note 1), \_\_\_\_\_ of \_\_\_\_\_, being the registered holder(s) of \_\_\_\_\_ shares (Note 2) of HK\$0.10 each in the share capital of Hans Energy Company Limited 漢思能源有限公司 (the "Company") HEREBY APPOINT (Note 3) \_\_\_\_\_ of \_\_\_\_\_

or failing him, the Chairman of the meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting (the "Meeting") of the Company to be held at Room 302, 3/F, Pico Tower, 66 Gloucester Road, Wanchai, Hong Kong on Wednesday, 31 May 2023 at 11:00 a.m. (and at any adjournment thereof) in respect of the resolutions set out in the notice convening the Meeting as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

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

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and of the independent auditors for the year ended 31 December 2022.		
2.	To re-elect Mr. David An as director of the Company (the "Director").		
3.	To re-elect Mr. Yang Dong as Director.		
4.	To re-elect Mr. Li Wai Keung, who has served the Company for more than nine years, as independent non-executive Director.		
5.	To authorise the board of Directors to fix the Directors' remuneration.		
6.	To re-appoint Messrs. KPMG as auditors of the Company and to authorise the board of Directors to fix their remuneration.		
7.	To give a general mandate to the Directors to repurchase shares of the Company (the "Shares").		
8.	To give a general mandate to the Directors to issue, allot and deal with unissued Shares.		
9.	To extend the general mandate granted to the Directors to issue unissued Shares by adding thereto the Shares repurchased by the Company.		
10.	To approve the adoption of the New Share Option Scheme (as defined in the Circular) and the termination of the Existing Share Option Scheme (as defined in the Circular).		
11.	To approve the adoption of the Service Provider Sublimit (as defined in the rules of the New Share Option Scheme) under the New Share Option Scheme.		
12.	To approve the adoption of the New Share Award Scheme (as defined in the Circular), the amendment to the trust deed in relation to the Existing Share Award Scheme and the termination of the Existing Share Award Scheme (as defined in the Circular).		
13.	To approve the adoption of the Service Provider Sublimit (as defined in the rules of the New Share Award Scheme) under the New Share Award Scheme.		
SPECIAL RESOLUTION		FOR	AGAINST
14.	To approve the proposed amendments (the "Proposed Amendments to the Memorandum and Articles of Association") to the existing amended and restated memorandum and articles of association of the Company and to adopt the amended and restated memorandum of association and articles of association of the Company (the "Amended and Restated Memorandum and Articles of Association") in substitution for and to the exclusion of the existing amended and restated memorandum of association of the Company with immediate effect; and any Director or company secretary of the Company be and is hereby authorised to do such acts, deeds and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the Proposed Amendments to the Memorandum and Articles of Association and the adoption of the Amended and Restated Memorandum and Articles of Association.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signed (Note 5) \_\_\_\_\_

Notes:

- 1. Full name(s) and address(es) to be inserted in BLOCK CAPITALS. The names of all joint holders should be stated.
2. Please insert the number of shares 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). If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified.
3. Full name and address of proxy to be inserted in BLOCK CAPITALS. If these are not completed, the Chairman of the Meeting will act as your proxy. Any member may appoint one or more proxies to attend and vote on his behalf. The proxy need not be a member 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 OF THE RESOLUTIONS, PLEASE TICK ("✓") THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, PLEASE TICK ("✓") THE APPROPRIATE BOXES MARKED "AGAINST". Failure to tick a box will entitle your proxy to cast your vote(s) at his discretion.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be executed either under its common seal or under the hand of an officer or attorney or other person duly authorised.
6. In the case of joint holders, the vote(s) of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the 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 of the Company.
7. 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 thereof, must be deposited at the Company's branch share registrars in Hong Kong, Tricor Secretaries 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 Meeting (i.e. by 11:00 a.m. on Monday, 29 May 2023) or adjournment thereof.
8. Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish and, in such event, this form of proxy shall be deemed to be revoked.
9. The full text of Resolutions 6, 7, 8, 9, 10, 11, 12, 13 and 14 are set out in the notice of the 2023 Annual General Meeting.

#### 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 authorised 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 and any such request should be in writing by mail to the Company/the Privacy Compliance Officer of Tricor Secretaries Limited at the above address.