



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 EXTRAORDINARY 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 extraordinary general meeting (the “Meeting”) of the Company to be held at Falcon Room I, Basement, Gloucester Luk Kwok Hong Kong, 72 Gloucester Road, Wanchai, Hong Kong on Monday, 8 October 2018 at 10:00 a.m. (and at any adjournment thereof) in respect of the resolution 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 box below to indicate how you wish your vote(s) to be cast (Note 4).

ORDINARY RESOLUTION	FOR	AGAINST
<p>THAT (a) the conditional sale and purchase agreement dated 22 August 2018 (the “Sale and Purchase Agreement”) entered into between Guangdong Petro-Chemicals Company Limited (粵海石油化工有限公司), an indirect wholly-owned subsidiary of the Company, together with Good Ocean Enterprises Limited (海洋企業有限公司) and Guangdong Lian Ying Petro Chemicals Company Limited* (廣東聯盈石油化工有限公司), and Guangzhou Gas Group Company Limited (廣州燃氣集團有限公司) in relation to the disposal (the “Transaction”) of the entire issued share capital in of Guangdong (Panyu) Petrochemical Storage & Transportation Ltd. (粵海(番禺)石油化工儲運開發有限公司), at a price of RMB1.56 billion (subject to adjustment) (a copy of which has been produced to the EGM and marked “A” and initialled by the chairman of the meeting for the purpose of identification) and all transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and (b) any director of the Company be and is hereby authorised to sign and execute all such other documents, instruments and agreements and to do all such acts or things and to take all such steps as the director in his/her sole opinion and absolute discretion may consider necessary, appropriate, desirable or expedient to give effect to the Transaction, the Sale and Purchase Agreement and the transactions contemplated thereunder.</p>		

Dated this _____ day of _____ 2018 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 INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“√”) THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“√”) THE APPROPRIATE BOX 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 registrar in Hong Kong, Tricor Secretaries Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting (i.e. by 10:00 a.m. on Saturday, 6 October 2018) 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.