



雲能國際
YUNNAN ENERGY INTERNATIONAL

Yunnan Energy International Co. Limited

雲能國際股份有限公司*

(Incorporated in Bermuda with limited liability)

(Hong Kong Stock Code: 1298)

(Singapore Stock Code: T43)

**Special General Meeting
Form of Proxy**

Form of proxy for the Special General Meeting (“Meeting”) of Yunnan Energy International Co. Limited (“Company”) to be held at 10:00 a.m. (Hong Kong time) on Tuesday, 19 March 2024 at Room 2008, 20/F, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong and via live audio-visual webcast or live audio-only stream (or any adjournment thereof):

I/We, ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ ordinary shares of par value US\$0.05 each in the capital of the Company, HEREBY APPOINT ^(Note 3) the Chairman of the Meeting or _____
of _____
as my/our proxy to act for me/us and on my/our behalf at the Meeting to be held at 10:00 a.m. (Hong Kong time) on Tuesday, 19 March 2024 for the purpose of considering and, if thought fit, passing the resolutions (with or without amendments) as set out in the notice (“Notice”) convening the Meeting and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolution as hereunder indicated, and if no indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION		FOR ^(Note 5)	AGAINST ^(Note 5)
1.	<p>(a) THAT</p> <p>the Equity Transfer Agreement (as defined in the circular of the Company dated 18 January 2024 (the “Circular”), a copy of which has been produced to the SGM, the terms and conditions therein and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; and ^(Note 4)</p> <p>(b) THAT</p> <p>any one of the directors be authorised for and on behalf of the Company, among other matters, to sign, seal and execute, perfect, deliver or to authorise signing, execution, perfecting and delivering all such documents and deeds, to do or authorise doing all such acts, matters and things he/she may in his/her discretion consider necessary, expedient or desirable to give effect to and implement the Equity Transfer Agreement and to waive compliance with or make and agree such variations of a non-material nature to any of the terms of the Equity Transfer Agreement as he/she may in his/her discretion consider to be desirable and in the interests of the Company and all the director’s acts as aforesaid be hereby approved, ratified and confirmed. ^(Note 4)</p>		

Signature ^(Note 6): _____

Dated this _____ day of _____ 2024

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint 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 your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out the words “the Chairman of the Meeting or” herein inserted and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.** A member entitled to attend and vote at the Meeting will be entitled to appoint one or more proxies to attend and, on a poll, vote in his or her stead. A proxy need not be a member of the Company, but must attend the Meeting to represent you.
- The descriptions of the resolutions are a summary only and the full text of the resolutions appears in the Notice.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED “AGAINST”.** Failure to tick the box will entitle your proxy to cast your vote at his or her discretion or abstain for the relevant resolution. Your proxy will also be entitled to vote at his or her discretion or abstain on any other resolution properly put to the Meeting other than that referred to in the Notice.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in case of a corporation, must be executed either under its common seal or under the hand of an officer or attorney duly authorised.
- To be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority, must be deposited at the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for shareholders in Hong Kong) not less than 48 hours, or the Company’s share transfer agent in Singapore, Tricor Barbinder Share Registration Services, at 9 Raffles Place, #26-01, Republic Plaza Tower I, Singapore 048619 (for shareholders in Singapore) as soon as possible and in any event not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjourned meeting thereof (as the case may be).
- Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.
- Where there are joint holders of any Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the meeting, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of the Shares shall be accepted to the exclusion of the votes of the other registered holders.
- A Depositor (as defined in the Securities and Futures Act, Chapter 289 of Singapore (the “SFA”)) whose name appears in the Depository Register (as defined in the SFA) and who is unable to attend personally but wishes to appoint a nominee to attend and vote on his/her behalf, or if such Depositor is a corporation, should complete the accompanying CDP form of proxy and lodge the same at the office of the Company’s share transfer agent in Singapore, Tricor Barbinder Share Registration Services, at 9 Raffles Place, #26-01, Republic Plaza Tower I, Singapore 048619 (for shareholders in Singapore) as soon as possible and in any event not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjourned meeting thereof (as the case may be).

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 he relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance (Cap.486) and any such request should be in writing by mail to the Company/Tricor Investor Services Limited at the above address.

* For identification purpose only