



中油港燃能源集團控股有限公司

CHINA OIL GANGRAN ENERGY GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8132

Form of Proxy for use at the annual general meeting (the “AGM”) to be held on Wednesday, 29 September 2021

I/We (note a) _____

of _____

being the registered holder(s) of _____ (note b) ordinary shares (each a “Share”) of HKS0.004 each of China Oil Gangran Energy Group Holdings Limited (the “Company”) hereby appoint the chairman (the “Chairman”) of the Meeting or _____

of _____ to act as my/our proxy (note c) to attend for me/us and on my/our behalf at the Meeting to be held at Jade Room, 6/F, Marco Polo Hongkong Hotel, 3 Canton Road, Harbour City, Kowloon, Hong Kong on Wednesday, 29 September 2021 at 11:30 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast (note d).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors (the “Directors”) and the independent auditor of the Company for the year ended 31 March 2019;		
2.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and the independent auditor of the Company for the year ended 31 March 2020;		
3.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and the independent auditor of the Company for the year ended 31 March 2021;		
4.	(a) To re-elect Mr. Sun Jiusheng as executive Director;		
	(b) To re-elect Mr. Yeung Shing Wai as executive Director;		
	(c) To re-elect Mr. Zhang Wenrong as executive Director;		
	(d) To re-elect Mr. Yuan Beisheng as executive Director;		
	(e) To re-elect Mr. Leung Wing Cheong Eric as non-executive Director;		
	(f) To re-elect Mr. Chu Kin Ming as independent non-executive Director;		
	(g) To re-elect Mr. Lim Haw Kuang as independent non-executive Director;		
	(h) To re-elect Mr. Lui Ho Ming Paul as independent non-executive Director;		
	(i) To authorise the board of Directors (the “Board”) to fix the Directors’ remuneration;		
5.	To re-appoint HLM CPA Limited as the auditors of the Company and to authorise the Board to fix their remuneration;		
6.	To grant the general mandate to the Directors to allot, issue and otherwise deal with the Company’s Shares;		
7.	To grant the general mandate to the Directors to repurchase the Shares; and		
8.	To add the number of Shares repurchased by the Company to the mandate granted to the Directors under resolution no. 6.		
9.	To adopt the new share option scheme of the Company		
SPECIAL RESOLUTIONS		FOR	AGAINST
10.	Subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands having been obtained by way of issue of a certificate of incorporation on change of name, the English name of the Company be changed from “China Oil Gangran Energy Group Holdings Limited” to “Century Energy International Holdings Limited”, and the dual foreign name in Chinese of the Company from “中油港燃能源集團控股有限公司” to “百能國際能源控股有限公司”, with effect from the date of the certificate of incorporation on change of name issued by the Registrar of Companies of the Cayman Islands, and that any one Director be and is/are hereby authorised to do all such acts and things and execute all such documents (in case of execution of documents under seal, to do so by any two Directors or any one Director or the secretary of the Company) which he/they may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the above proposed change of company name and to attend to any necessary registration and/or filing for and on behalf of the Company.		
11.	To approve the proposed amendments to the articles of association of the Company and the adoption of the second amended and restated memorandum and articles of association of the Company.		

Dated the _____ day of _____ 2021

Shareholder’s signature X _____ X (notes e, f, g and h)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- 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 in the capital of the Company registered in your name(s).
- A proxy need not be a shareholder of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words “the Chairman of the Meeting or” and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick (“✓”) the boxes marked “For”. If you wish to vote against any resolutions, please tick (“✗”) the boxes marked “Against”. If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- Any member of the Company (“Member”) entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A Member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at a general meeting of the Company or at a class meeting. A proxy need not be a Member. In addition, a proxy or proxies representing either a Member who is an individual or a Member which is a corporation shall be entitled to exercise the same powers on behalf of the Member which he or they represent as such Member could exercise.
- 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 were solely entitled thereto, but if more than one of such joint holders be present at any meeting the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- The form of proxy must be signed by a shareholder of the Company, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so 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 Hong Kong branch share registrar and transfer agent of the Company, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than Monday, 27 September 2021 at 11:30 a.m. (Hong Kong Time).
- Any alteration made to this form should be initialed by the person who signs the form.

PERSONAL INFORMATION COLLECTION STATEMENT

“Personal Data” in this statement has the same meaning as “personal data” defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”), which include your and your proxy’s name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Form of Proxy (the “Purposes”). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company 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. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Privacy Compliance Officer of Tricor Investor Services Limited at the above address.