北京能源國際控股有限公司

Beijing Energy International Holding Co., Ltd.

(Incorporated in Bermuda with limited liability)

(Stock code: 686)

FORM OF PROXY FOR SPECIAL GENERAL MEETING TO BE HELD ON 30 OCTOBER 2024 (OR ANY ADJOURNMENT THEREOF)

I/We *(Note 1)* _____

of _____

being the registered holder(s) of *(Note 2)* _____ ordinary shares of HK$0.1 each in the share capital of Beijing Energy International Holding Co., Ltd. (the "**Company**") hereby appoint *(Note 3)* the chairman of the meeting, or _____

of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the special general meeting of the Company (the "**SGM**") to be held at Unit 1012, 10/F., West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong (with a branch venue at 16/F., Building B, Youtang International Centre, No.7 Sanfeng North Lane, Chaoyang District, Beijing, the PRC) on Wednesday, 30 October 2024 at 11:00 a.m. (or at any adjournment thereof) in respect of the resolutions set out in the notice of SGM dated 14 October 2024 as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

	Ordinary Resolutions#	**For** *(note 4)*	**Against** *(note 4)*
1.	To approve the share consolidation of every ten (10) issued and unissued ordinary shares of par value of HK$0.10 each in the share capital of the Company be consolidated into one (1) consolidated share of par value of HK$1.00 each (the "**Share Consolidation**"), and to authorise any one director of the Company to do all such acts as he/she considers necessary to give effect to the Share Consolidation.		
2.	To approve the term of Equity Transfer Agreement and the transactions contemplated thereunder.		

The full text of the above resolutions appears in the notice of SGM dated 14 October 2024, which is included in the circular despatched to the shareholders.

Dated this _____ day of _____ 2024 Shareholder's Signature *(notes 5, 6, 7 and 8)* _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The name 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 in the capital of the Company registered in your name(s).
3. A proxy need not be a shareholder of the Company. If any proxy other than the chairman of the SGM is preferred, delete the words "the chairman of the meeting, or" and insert the name and address of the proxy desired in the space provided. A shareholder entitled to attend and vote at the SGM is entitled to appoint one or, if he holds two or more shares, more than one proxy to attend and vote on his behalf at the SGM provided that if more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE SGM WILL ACT AS PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE PLACE A "✓" IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE PLACE A "✓" IN THE BOX MARKED "AGAINST".** If this form of proxy returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his discretion in respect of the resolution; 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 discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the SGM other than those referred to in the notice convening the SGM.
5. 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 such power of attorney or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited of 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the said SGM or any adjournment thereof (as the case may be).
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
7. Where there are joint registered holders of any share, any one of such joint holders may vote at the SGM, either personally or by proxy, in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders are present at the SGM, the vote of the senior who tenders a vote, either personally 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.
8. Completion and deposit of this form of proxy will not preclude you from attending in person and voting at the SGM or any adjournment hereof if you so wish. In such event, the instrument appointing a proxy must be deemed to be revoked.

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 SGM (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 and any such request should be in writing by mail to the Company/Computershare Hong Kong Investor Services Limited at the above address.