



# FEISHANG

## Feishang Anthracite Resources Limited 飛尚無煙煤資源有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock Code: 1738)

Number of shares to which this form of proxy relates<sup>(Note 1)</sup>

### FORM OF PROXY FOR THE ANNUAL GENERAL MEETING

### TO BE HELD ON TUESDAY, 28 JUNE 2022 (OR ANY ADJOURNMENT THEREOF)

I/We<sup>(Note 2)</sup> \_\_\_\_\_

of \_\_\_\_\_  
being the registered holder(s) of shares in the issued share capital of Feishang Anthracite Resources Limited (the "Company") HEREBY APPOINT<sup>(Note 3)</sup> the Chairman of the meeting or \_\_\_\_\_

of \_\_\_\_\_  
as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the "AGM") of the Company to be held at Room 2205, Shun Tak Centre, 200 Connaught Road Central, Sheung Wan, Hong Kong on Tuesday, 28 June 2022 at 2:30 pm (or at any adjournment thereof).

Please tick ("✓") the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll<sup>(Note 4)</sup>.

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2021.		
2(A).	To re-elect Mr. TAM Cheuk Ho as an executive director.		
2(B).	To re-elect Mr. WONG Wah On Edward as an executive director.		
2(C).	To re-elect Mr. WANG Xiufeng as an independent non-executive director.		
2(D).	To authorise the board of directors of the Company (the "Board") to fix the respective directors' remuneration.		
3.	To re-appoint Ernst & Young as the Company's independent auditors and to authorise the Board to fix their remuneration.		
4(A).	To give a general mandate to the directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.		
4(B).	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.		
4(C).	To extend the general mandate granted to the directors to allot, issue and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.		
4(D).	To, conditional upon the granting of the relevant approval by The Stock Exchange of Hong Kong Limited, approve and adopt the new share option scheme of the Company (the "New Share Option Scheme") and to authorise the Board to do all such acts and enter into all such transactions and arrangements as may be necessary or expedient in order to give effect to the New Share Option Scheme.		
4(E).	To, conditional upon the adoption of the New Share Option Scheme pursuant to resolution 4(D) above, terminate the operation of the existing share option scheme of the Company adopted on 23 December 2013 with effect from the adoption of the New Share Option Scheme.		
SPECIAL RESOLUTION		FOR	AGAINST
5.	To approve the amendments to the memorandum and articles of association of the Company (the "Memorandum and Articles of Association") as set out in the circular of the Company dated 27 May 2022, to adopt the amended and restated Memorandum and Articles of Association which consolidate all the aforesaid amendments, and to authorise any one director or company secretary of the Company to do all things necessary to implement the adoption of the amended and restated Memorandum and Articles of Association.		

Date: \_\_\_\_\_ 2022

Signature(s)<sup>(Note 5)</sup> \_\_\_\_\_

#### Notes:

- Please insert the number of shares 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 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.
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- If any proxy other than the chairman of the meeting is preferred, please strike out the words "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one proxy or more than one proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "AGAINST".** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- This form of proxy must be signed by you or your attorney duly authorised in writing, or in the case of a corporation, the same must be either executed under its common seal or under the hand of any officer or attorney so authorised. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes 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.
- In order 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 certified copy thereof, must be deposited at the Company's branch share registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the AGM (i.e. not later than 2:30 pm on Sunday, 26 June 2022) or any adjournment thereof (as the case may be).
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM should you so wish and, in such event, the instrument appointing a proxy shall be deemed to be revoked if you vote in person at the AGM.
- References to time and date in this form of proxy are to Hong Kong time and dates.

#### 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 AGM 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 Tricor Investor Services Limited at the above address.