



China New Energy Limited

(Incorporated in Jersey, Channel Islands with limited liability and carrying on business in Hong Kong as "Zhongke Tianyuan New Energy Limited")

(Stock Code: 1156)

Form of Proxy for use at the Annual General Meeting of the Company (the "Meeting") to be held on Friday, 16 December 2022 at 4:00 p.m.

I/We (Note 1) _____ of _____ being the registered holder(s) of (Note 2) _____ share(s) of £0.00025 each ("Shares") in the share capital of China New Energy Limited (carrying on business in Hong Kong as "Zhongke Tianyuan New Energy Limited") (the "Company") hereby appoint the Chairman of the Meeting, or (Note 3) _____ of _____ as my/our proxy to attend and vote for me/us and on my/our behalf at the Meeting to be held at 8/F, Zone B, Energy Saving and Environmental Protection Building, Guangzhou Institute of Energy Conversion, No. 2, Nengyuan Road, Tianhe District, Guangzhou, PRC on Friday, 16 December 2022 at 4:00 p.m. (or at any adjournment thereof) in respect of the resolutions set out in the notice convening the Meeting 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 receive and adopt the audited consolidated financial statements and the Reports of the Directors and the Independent Auditor for the year ended 31 December 2020.		
2.	To receive and adopt the audited consolidated financial statements and the Reports of the Directors and the Independent Auditor for the year ended 31 December 2021.		
3.	(a) To re-elect Mr. Yu Weijun as an executive Director.		
	(b) To re-elect Mr. Tang Zhaoxing as an executive Director.		
	(c) To re-elect Mr. Richard Antony Bennett as an independent non-executive Director.		
	(d) To re-elect Mr. Chan Shing Fat Heron as an independent non-executive Director.		
	(e) To re-elect Mr. Chan Siu Shan Sam as an independent non-executive Director.		
	(f) To authorise the board of Directors to fix the Directors' remuneration.		
4.	To re-appoint KTC Partners CPA Limited as the Independent Auditor and to authorise the board of Directors to fix its remuneration.		
Special Resolutions (Note 5)		For (Note 4)	For (Note 4)
5.	To give a general and unconditional mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of issued shares of the Company.		
6.	To give a general and unconditional mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares of the Company.		
7.	To extend the authority given to the Directors pursuant to resolution no. 5 to issue shares by adding the total number of shares repurchased under resolution no. 6.		

Dated this _____ day of _____, 2022 Signature(s) (Note 6): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- 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 issued share capital of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, delete "the Chairman of the Meeting, or" and insert the name and address of the desired proxy in the space provided. **(ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.)**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, TICK IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, TICK IN THE RELEVANT BOX MARKED "AGAINST".** Failure to tick in the box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- The full text of the resolutions no. 5, 6 and 7 are set out in the notice of the Meeting dated 21 November 2022.
- 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 either executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
- In the case of joint registered holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint registered holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding, the first named being the senior.
- 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 notarially certified copy of such power of attorney or authority, must be lodged with the Company's Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 24 hours before the time fixed for holding the Meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish, in which case this form of proxy shall 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 Meeting (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 the Company's Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.