



# NEW TIMES ENERGY CORPORATION LIMITED

## 新時代能源有限公司\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00166)

### Form of Proxy for Special General Meeting

(and at any adjournment thereof) to be held on Wednesday, 15 March 2017 at 11:00 a.m.

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ shares of HK\$0.01 each (the "Shares") in the capital of  
**New Times Energy Corporation Limited** (the "Company") HEREBY APPOINT<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him/her, the chairman of the special general meeting of the Company, to be held at Portion 2, 12/F, The Center, 99 Queen's Road Central, Central, Hong Kong on Wednesday, 15 March 2017 at 11:00 a.m. (and at any adjournment thereof, as the case may be) (the "SGM") as my/our proxy to attend and vote for me/us and on my/our behalf at the SGM in respect of the ordinary resolutions set out in the notice convening the SGM as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS <sup>#</sup>		For <sup>4</sup>	Against <sup>4</sup>
1.	The ordinary resolution no. 1 as set out in the notice of the SGM approving, among others, the Arrangement.		
2.	To re-elect Mr. Zhang Kun as an Executive Director.		

<sup>#</sup> Terms used herein shall have the same meanings as those defined in the circular to the Shareholders dated 28 February 2017. The full text of the ordinary resolutions are set out in the notice of the SGM dated 28 February 2017.

Signature(s)<sup>5 6 7 8</sup>: \_\_\_\_\_

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

Notes:

- Please insert your full name(s) and address(es) in **BLOCK CAPITALS**. The names of all joint 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 registered in your name(s).
- Please insert in **BLOCK CAPITALS** the name and address of the proxy desired in the space provided. If no name is inserted, the chairman of the SGM will act as your proxy. **A proxy need not be a member of the Company but must attend the SGM in person to represent you. 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, please place a "✓" in the appropriate box marked "For". If you wish to vote against any of the resolutions, please place a "✓" in the appropriate box marked "Against".** Failure to complete any or all the boxes will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the SGM other than that referred to in the notice convening the SGM.
- 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.
- 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 the 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.
- To be valid, this form of proxy, together with any power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the office of the branch share registrar of the Company in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the SGM (or at any adjournment thereof).
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the SGM (or at any adjournment thereof) should you so wish.

\* For identification purpose only