



Enerchina Holdings Limited
威華達控股有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code: 622)

Form of proxy for use at the annual general meeting to be held at the Board Room, 28th Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong on Wednesday, 20 May 2015 at 11:00 a.m. (or any adjournment thereof)

I/We¹ _____ of _____ being the registered holder(s) of² _____ shares of HK\$0.01 each in the capital of **Enerchina Holdings Limited** (the “Company”)

HEREBY APPOINT³ _____ of _____ or failing him/her, the **CHAIRMAN OF THE MEETING** as my/our proxy to attend and vote for me/us at the annual general meeting of the Company to be held at the Board Room, 28th Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong on Wednesday, 20 May 2015 at 11:00 a.m. (or any adjournment thereof) (the “Meeting”), for the purpose of considering and, if thought fit, passing, with or without modifications, the ordinary resolutions as set out in the notice convening the Meeting⁴.

As ordinary resolutions ¹⁰		For ⁴	Against ⁴
1.	To receive and consider the audited consolidated financial statements and the reports of the directors of the Company and independent auditors of the Company for the year ended 31 December 2014.		
2.	(a)(i) To re-elect Mr. Tang Yui Man Francis as a director of the Company.		
	(a)(ii) To re-elect Mr. Xiang Ya Bo as a director of the Company.		
	(a)(iii) To re-elect Dr. Xiang Bing as a director of the Company.		
	(b) To authorise the board of directors of the Company to fix the remuneration of directors of the Company for the year ending 31 December 2015.		
3.	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.		
4.	(A) To grant a general mandate to the directors of the Company to repurchase shares of the Company (Ordinary Resolution No. 4(A) of the notice convening the Meeting).		
	(B) To grant a general mandate to the directors of the Company to issue shares of the Company (Ordinary Resolution No. 4(B) of the notice convening the Meeting).		
	(C) To extend the general mandate to issue shares granted to the directors of the Company to cover shares repurchased by the Company (Ordinary Resolution No. 4(C) of the notice convening the Meeting).		

Dated _____ day of _____ 2015 Shareholder's Signature⁵: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
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. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** The proxy need not be a member of the Company, but must attend the Meeting in person to represent you.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “AGAINST”.** Failure to complete the boxes will entitle your proxy to cast his/her 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.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under seal or under the hand of an officer or attorney or other person authorised to sign the same.
6. Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the Meeting, 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 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.
7. 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 or authority, must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or the adjournment thereof. Completion and return of the form of proxy will not preclude you from attending the Meeting and voting in person should you so wish.
8. Any alteration made to this form of proxy must be initialed by the person who signs it.
9. Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her.
10. The description of the ordinary resolutions herein is by way of summary only. The full text of the ordinary resolutions appears in the notice convening the Meeting.
11. Notice convening the Meeting is contained in the circular issued by the Company dated 20 April 2015 which is sent to the shareholders of the Company together with this form of proxy.

* For identification purposes only

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- (ii) Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instruction and/or request as stated in this proxy form.
- (iii) Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the principal share registrar, the Branch Share Registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- (iv) You have the right to request access to and/or correction of our Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Personal Data Privacy Officer of the branch share registrar in Hong Kong (address as stated note 7 above).