



# China Singyes New Materials Holdings Limited

## 中國興業新材料控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8073)

### REVISED FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 9 MAY 2019

I/We \_\_\_\_\_ (Note 1)

of \_\_\_\_\_ (Note 2)

being the registered holder(s) of \_\_\_\_\_ (Note 2)

ordinary share(s) of US\$0.01 each ("Share(s)") in the share capital of China Singyes New Materials Holdings Limited (the "Company") **HEREBY**

**APPOINT** \_\_\_\_\_ (Note 3)

of \_\_\_\_\_ (Note 3)

or failing him/her, the Chairman of the meeting, to act as my/our proxy (Note 4) at the annual general meeting (the "AGM") of the Company to be held at Unit 3108, 31/F China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Sheung Wan, Hong Kong on Thursday, 9 May 2019 at 11:00 a.m. (or at any adjournment thereof) to vote for me/us on my/our behalf in respect of the resolutions set out in the notice convening the AGM as hereinunder indicated or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR (Note 5)	AGAINST (Note 5)
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the "Directors") and the auditors of the Company for the year ended 31 December 2018		
2.	To re-appoint Ernst & Young as the auditors of the Company and to authorise the board of Directors (the "Board") to fix their remuneration		
3.	To declare a final dividend of HK1.2 cents per Share for the year ended 31 December 2018*		
4.	(a) To re-elect Mr. Zhao Feng as an executive Director		
	(b) To re-elect Mr. Zhang Chao as an executive Director		
	(c) To re-elect Mr. Wei Junfeng as an independent non-executive Director		
	(d) To authorise the Board to fix the remuneration of the Directors		
5.	To grant 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 the issued shares of the Company*		
6.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of the issued shares of the Company*		
7.	To extend the general mandate to the Directors to allot, issue and deal with additional shares of the Company of an amount representing the total number of the issued shares of the Company repurchased by the Company*		
SPECIAL RESOLUTIONS		FOR (Note 5)	AGAINST (Note 5)
8.	To approve the share premium reduction*		

\* Full text of the resolutions is set out in the notice of AGM which is contained in the circular of the Company dated 29 March 2019 and despatched to the shareholders of the Company on 29 March 2019.

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

Signature: \_\_\_\_\_ (Note 6)

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of Share(s) registered in your name(s). If no number is inserted, this revised form of proxy in the English version (the "Revised Proxy Form (English)") will be deemed to relate to all the Share(s) registered in your name(s).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE AGM WILL ACT AS YOUR PROXY. ANY ALTERATION MADE IN THIS REVISED PROXY FORM (ENGLISH) MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.** A proxy need not be a shareholder of the Company but must attend the AGM in person to represent you.
- A member entitled to vote at the AGM is entitled to appoint one or more proxies to attend and vote in his stead. If more than one proxy is appointed, the appointment shall specify the number of shares in respect of which each such proxy is appointed.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PUT A TICK ("✓") IN THE BOX MARKED "FOR" BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PUT A TICK ("✓") IN THE BOX MARKED "AGAINST" BESIDE THE RESOLUTION.** If you wish to vote only part of the number of shares in respect of which the proxy is so appointed, please state the exact number of shares in lieu of tick ("✓") in the relevant box. On a poll taken at the AGM, a shareholder (including his proxy/proxies) entitled to two or more votes need not cast all his votes in the same way. Failure to complete any or all of the boxes 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 which has been properly put to the AGM other than those referred to in the notice convening the AGM.
- This Revised Proxy Form (English) 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 duly authorised on that corporation's behalf.
- Where they are joint registered holders of any Share(s), any one of such persons may vote at the AGM, either in person or by proxy, in respect of such Share(s) as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the AGM in person or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share(s) shall alone be entitled to vote in respect thereof.
- In order to be valid, this Revised Proxy Form (English), together with any power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, must be deposited at the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services 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 AGM or any adjournment thereof (as the case may be).
- If you have not completed and returned the form of proxy published on 29 March 2019 by the Company in the English version (the "Original Proxy Form (English)") and wish to attend the AGM by proxy, you are required to complete and return this Revised Proxy Form (English), together with any power of attorney or other authority (if any) under which it is signed, or a certified copy thereof. Under such circumstances, you are not required to return the Original Proxy Form (English).
- If you have completed and duly returned the Original Proxy Form (English), you must pay attention to the following:
  - If this Revised Proxy Form (English) is not completed and duly returned, or if this Revised Proxy Form (English) is returned later than 48 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be), and the Original Proxy Form (English) has been correctly completed and returned, then the Original Proxy Form (English) will be deemed as the valid proxy form returned by you, save and except for resolution no. 4(a). Your proxy will be entitled to vote in accordance with the instruction given by you or at his/her discretion on the said resolution no. 4(a).
  - If this Revised Proxy Form (English) is completed and returned not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be), then this Revised Proxy Form (English) shall supersede and replace the Original Proxy Form (English) previously returned by you. This Revised Proxy Form (English), if correctly completed, will be deemed as the valid proxy form returned by you.
- Completion and delivery of the Original Proxy Form (English) and/or this Revised Proxy Form (English) will not prejudice you from attending and voting at the AGM in person or any adjournment thereof (as the case may be) if you so wish and, in such event, the Original Proxy Form (English) and/or this Revised Proxy Form (English) will be deemed to be revoked.

#### PERSONAL INFORMATION COLLECTION STATEMENT

"Personal Data" in this statement has the same meaning as "personal data" defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO"), which include your and your proxy's name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Revised Proxy Form (English) (the "Purposes"). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company 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. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Privacy Compliance Officer of Tricor Investor Services Limited at the above address.