



# HANS ENERGY COMPANY LIMITED

## 漢思能源有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00554)

### FORM OF PROXY FOR THE 2010 ANNUAL GENERAL MEETING

I/We (Note 1) \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ shares (Note 2)  
of HK\$0.10 each in the share capital of **Hans Energy Company Limited** (the “Company”) HEREBY APPOINT (Note 3)  
of \_\_\_\_\_

or failing him, the Chairman of the Meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting (the “Meeting”) of the Company to be held at Boardroom 3 & 4, M/F., Renaissance Harbour View Hotel, 1 Harbour Road, Wanchai, Hong Kong on Wednesday, 19th May 2010 at 11:00 a.m. (and 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.

Please make a mark in the appropriate boxes below to indicate how you wish your vote(s) to be cast on a poll (Note 4).

	RESOLUTIONS	FOR	AGAINST
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and of the independent auditor for the year ended 31st December 2009.		
2.	(a) To re-elect Mr. Zhang Lei as director.		
	(b) To re-elect Mr. Liu Jian as director.		
	(c) To re-elect Mr. Chan Chun Wai, Tony as director.		
3.	To authorize the board of directors to fix the directors' remuneration.		
4.	To re-appoint Messrs. KPMG as auditors and to authorize the board of directors to fix their remuneration.		
5.	To give a general mandate to the directors to repurchase shares of the Company.		
6.	To give a general mandate to the directors to issue, allot and deal with unissued shares of the Company.		
7.	To extend the general mandate granted to the directors to issue unissued shares of the Company by adding the shares repurchased by the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2010 Signed (Note 5) \_\_\_\_\_

#### Notes:

1. Full name(s) and address(es) to be inserted in BLOCK CAPITALS. The names of all joint holders should be stated.
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. Full name and address of proxy to be inserted in BLOCK CAPITALS. If not completed, the Chairman of the Meeting will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED “AGAINST”.** Failure to tick a box will entitle your proxy to cast your vote(s) at his discretion. Your proxy will also be entitled to vote at his 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 authorized in writing or, in the case of a corporation, must be executed either under its common seal or under the hand of an officer or attorney or other person duly authorized.
6. In the case of joint holders, the vote(s) of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the vote(s) 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.
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 thereof, must be deposited at the Company's Share Registrars in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or adjournment thereof.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish and, in such event, this form of proxy shall be deemed to be revoked.