



CHINA SONANGOL RESOURCES ENTERPRISE LIMITED

安中資源實業有限公司

(incorporated in Bermuda with limited liability)

(Stock Code: 1229)

FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING TO BE HELD ON 12 AUGUST 2010 (OR ANY ADJOURNMENT THEREOF)

I/We¹ _____
of _____
being the registered holder(s) of² _____
shares of HK\$0.10 each in the capital of China Sonangol Resources Enterprise Limited (the "Company") HEREBY APPOINT³ the
chairperson of the SGM (as defined below) or _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the special general meeting ("SGM") of the Company
to be held at Suites 1003-1006, 10/F., Two Pacific Place, 88 Queensway, Hong Kong on Thursday, 12 August 2010 at 11:30 a.m. (or
any adjournment thereof) in respect of the ordinary resolutions set out in the notice of SGM as hereunder indicated, and, if no
such indication is given, as my/our proxy thinks fit.

AS ORDINARY RESOLUTIONS		For ⁴	Against ⁴
1.	the Sale and Purchase Agreement and the terms and conditions thereof and the transaction(s) contemplated thereunder and the implementation thereof be and are hereby approved and confirmed.		
2.	any one of the directors be authorised for and on behalf of the Company, among other matters, to sign, execute, perfect, deliver or to authorise signing, executing, perfecting and delivering all such documents and deeds, to do or authorise doing all such acts, matters and things as they may in their discretion consider necessary, expedient or desirable to give effect to and implement the Sale and Purchase Agreement and to waive compliance from or make and agree such variations of a non-material nature to any of the terms of the Sale and Purchase Agreement they may in their discretion consider to be desirable and in the interests of the Company and all the directors' acts as aforesaid be hereby approved, ratified and confirmed.		

Dated this _____ day of _____ 2010.

Signature(s)⁵: _____

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. If any proxy other than the chairperson of the meeting is preferred, please strike out the words "the chairperson of the SGM or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERNATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.** The proxy needs not be a member of the Company but must attend the meeting (or any adjournment thereof) to represent you.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION TICK IN THE BOX MARKED "AGAINST".** Failure to tick a 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.
5. 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 certified copy of such power or authority, must be deposited at the Company's branch share registrar in Hong Kong, Union Registrars Limited at 18th Floor, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding the SGM or any adjourned meeting thereof (as the case maybe).
6. 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.
7. In the case of joint registered holders, any one of such holders may attend and vote at the meeting either personally or by proxy, but if more than one of such joint holders be present at the meeting personally or by proxy, the vote of the said persons so present whose name stands first in the register of members in respect of the joint holding shall be accepted to the exclusion of the votes of the other joint holders.
8. Completion and deposit of this form of proxy will not preclude you from attending and voting at the SGM if you so wish.