



# NAN NAN RESOURCES ENTERPRISE LIMITED

## 南南資源實業有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1229)

### FORM OF PROXY FOR SPECIAL GENERAL MEETING TO BE HELD ON 11 MARCH 2020 (OR ANY ADJOURNMENT THEREOF)

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(note 2)</sup> \_\_\_\_\_  
shares of HK\$0.10 each in the capital of Nan Nan Resources Enterprise Limited (the "Company") HEREBY APPOINT <sup>(note 3)</sup> the chairman of the  
meeting or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the special general meeting (the "SGM") of the Company to be held at  
1804A, 18/F., Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Wednesday, 11 March 2020 at 11:30 a.m. (or any  
adjournment thereof) in respect of the resolution set out in the notice of SGM as hereinafter indicated, and, if no such indication is given, as  
my/our proxy thinks fit.

ORDINARY RESOLUTION	FOR <sup>(note 4)</sup>	AGAINST <sup>(note 4)</sup>
<p>the entry into of the 4th Deed of Amendment (as defined in the circular to the shareholders of the Company dated 24 February 2020), a copy of which has been produced to this meeting marked "A" and signed by the chairman of this meeting for identification purpose, the transactions contemplated thereunder (including the 4th Extension) and the execution of the 4th Deed of Amendment and any documents and agreements incidental thereto under the common seal of the Company by any director of the Company on behalf of the Company, be and are hereby confirmed, approved, authorised and ratified in all respect; and</p> <p>any director of the Company (under hand or under seal) be and is/are hereby authorised for and on behalf of the Company to execute (and, if necessary, affix the common seal of the Company to) any such other documents, instruments and agreements and to do all such acts or things as may be deemed by him/her/them in his/her/their absolute discretion to be necessary or incidental to, ancillary to or in connection with the matters contemplated in the 4th Deed of Amendment and the transactions contemplated thereunder (including the 4th Extension) or otherwise in relation to the 4th Deed of Amendment and the matters and the transactions contemplated thereunder (including the 4th Extension)</p>		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020

Signature(s) <sup>(note 5)</sup> \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITALS. The name of all joint holders should be stated.
- Please insert the number of Shares registered in your name(s) to which the proxy relates. 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).
- If any proxy other than the chairman of the SGM is preferred, delete the words "the chairman of the meeting 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 INITIALED BY THE PERSON WHO SIGNS IT.** The proxy needs not be a member of the Company but must attend the SGM (or any adjournment thereof) in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK ("✓") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK ("✓") THE BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your vote at the proxy's discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the SGM other than those referred to in the notice convening the meeting.
- 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.
- 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 and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the SGM or adjourned meeting.
- In the case of joint registered holders, any one of such holders may attend and vote at the SGM either personally or by proxy, but if more than one of such joint holders be present at the SGM personally or by proxy, the vote of the said persons so present whose name stands first in the register of members of the Company in respect of the joint holding shall be accepted to the exclusion of the votes of the other joint holders.

#### PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- The supply of your Personal Data to the Company is on a voluntary basis and such data will be used for processing your instructions as stated in this form of proxy.
- Your Personal Data will not be transferred to any third parties (other than the share registrars of the Company) unless it is a requirement to so do by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our verification and record purposes.
- You and your appointed proxy have the right to request access to and/or to correct the respective Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing addressed to the Personal Data Privacy Officer of Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong.