

# CHINA XLX FERTILISER LTD.

## 中國心連心化肥有限公司 \*

(Incorporated in Singapore on 17 July 2006)  
(Company Registration No. 200610384G)  
(Hong Kong Stock Code: 1866)

### PROXY FORM

(Please see notes overleaf before completing this form)

I/We<sup>1</sup>, \_\_\_\_\_ (Name)  
of \_\_\_\_\_ (Address),  
being a member/members of CHINA XLX FERTILISER LTD. (the "Company"), and the registered holder(s) of \_\_\_\_\_  
shares<sup>2</sup>

in the capital of the Company, hereby appoint THE CHAIRMAN OF THE EXTRAORDINARY GENERAL MEETING, or<sup>3&4</sup>:

Name	Address	Passport No./Identification Card No.	Proportion of shareholdings to be represented by proxy	
			No. of Shares	%

and/or (delete as appropriate)

Name	Address	Passport No./Identification Card No.	Proportion of shareholdings to be represented by proxy	
			No. of Shares	%

as my/our proxy/proxies to vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held at 2nd Conference Room, 6th Floor, R&D Building, Gate No. 7, Xinlianxin Avenue, Xinxiang Economic Development Zone, Xinxiang City, Henan Province, PRC on Friday, 29 November 2024 at 2 p.m. and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against the Ordinary Resolution to be proposed at the Extraordinary General Meeting as indicated hereunder. If no specific directions as to voting are given, the proxy/proxies (except for the Chairman of the Extraordinary General Meeting) will vote or abstain from voting at his/her/their discretion, as he/she/they will on any other matter arising at the Extraordinary General Meeting and at any adjournment thereof.

Please indicate your vote "For" or "Against" with a tick  within the box provided.

No.	Ordinary Resolution	For <sup>5&amp;6</sup>	Against <sup>5&amp;6</sup>
1.	To consider and approve the proposed amendments to resolution no. 8 with regard to the general mandate granted to the Board to buy back shares of the Company at the annual general meeting of the Company held on 17 May 2024 as set out in the circular of the Company dated 6 November 2024.		
2.	To consider and approve the proposed amendments to resolution no. 9 with regard to the general mandate granted to the Board to issue, allot and deal with shares of the Company (the "Issue Mandate") at the annual general meeting of the Company held on 17 May 2024 as set out in the circular of the Company dated 6 November 2024.		
3.	To consider and approve the proposed amendments to resolution no. 10 with regard to the extension of the Issue Mandate granted at the annual general meeting of the Company held on 17 May 2024 as set out in the circular of the Company dated 6 November 2024.		

Total Number of Shares Held

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024.

\_\_\_\_\_  
Signature(s) of Member(s)/Common Seal<sup>7</sup>

\* for identification purpose only

*Notes:*

1. Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of the Company registered in your name(s) and to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. Any member of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it. The proxy need not be a member of the Company.
4. If any proxy other than the Chairman of the Extraordinary General Meeting is preferred, strike out the words "**THE CHAIRMAN OF THE EXTRAORDINARY GENERAL MEETING**" and insert the name and address of the proxy desired in the space provided. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE EXTRAORDINARY GENERAL MEETING WILL ACT AS YOUR PROXY.** A member of the Company who is the holder of two or more shares shall be entitled to appoint more than one proxy to attend and vote on his/her/its behalf at the Extraordinary General Meeting. Where a member appoints more than one proxy, the member shall specify the proportion of his/her/its shares to be represented by each such proxy, failing which the nomination shall be deemed to be alternative. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "AGAINST".** Failure to complete any or all the boxes will entitle your proxy to cast his/her votes at his/her discretion. Your proxy (except for the Chairman of the Extraordinary General Meeting) will also be entitled to vote at his/her discretion on any resolution properly put to the Extraordinary General Meeting other than those referred to in the notice convening the Extraordinary General Meeting.
6. The resolution will be put to vote by way of poll at the Extraordinary General Meeting. Every member of the Company presents in person (in the case of a member being a corporation, by its duly authorised representative) or by proxy shall have one vote for every fully paid share of which he/she/it is the holder. A person entitled to more than one vote need not use all his/her votes or cast all the votes he/she uses in the same way and in such cases, please state the relevant number of shares in the appropriate box(es) above.
7. This form of proxy 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 signed on its behalf by an attorney duly authorised in writing or a duly authorised officer of the corporation.
8. To be valid, this form of proxy, together with the letter or power of attorney under which it is signed or a certified copy of that letter or power of attorney, must be deposited at the Company's Hong Kong Share Transfer Agent and Branch Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time scheduled for the holding of the Extraordinary General Meeting (i.e., not later than 2 p.m. on 27 November 2024) or any adjournment thereof.
9. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names of the joint holders stand in the Register of Members of the Company in respect of the joint holding.
10. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Extraordinary General Meeting and, in such event, the form of proxy shall be deemed to be revoked.
11. All times and dates referred to in this Proxy Form refer to Hong Kong times and dates.

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**PERSONAL INFORMATION COLLECTION STATEMENT**

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Extraordinary General Meeting of the Company (the "**Purposes**"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us 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. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company's Hong Kong Share Transfer Agent and Branch Share Registrar, Tricor Investor Services Limited, at the above address.