

XINTE ENERGY CO., LTD.
(The “Company”)

**PROCEDURES FOR PROPOSING A PERSON FOR
ELECTION AS A DIRECTOR**

According to the Articles of Association of Xinte Energy Co., Ltd. (hereafter referred to as the “Articles of Association”), Shareholders of Xinte Energy Co., Ltd. shall propose a person for election as a director of the Company at the then general meeting (including annual general meeting and extraordinary general meeting) convened when a director is required to be elected.

1. According to the Article 108(i) of the Articles of Association, with reference to the number of people to be elected, a list of director candidates shall be proposed by the Board of Directors within the number of candidates as required in the Articles of Association. The list of qualified candidates shall be presented to the general meeting for election after being approved by the Board of Directors. The list of supervisor candidates proposed by the Board of Supervisors to be served by representatives of shareholders shall be submitted to the general meeting for election after being approved by the Board of Supervisors.
2. According to the Article 108(ii) of the Articles of Association, shareholders who individually or jointly hold 3% or more outstanding voting shares of the Company each day for 180 consecutive days or more are entitled to propose director candidates or supervisor candidates to be served by representatives of shareholders, provided that the number of candidates proposed must comply with the provisions of the Articles of Association, and must not exceed the number of people to be selected.
1. According to the Article 108(iii) of the Articles of Association, the Board of Directors, the Board of Supervisors and shareholders who individually or jointly hold 1% or more issued shares of the Company each day for 90 consecutive days or more are entitled to propose independent non-executive director candidates, provided that the number of candidates proposed must comply with the provisions of the Articles of Association, and must not exceed the number of people to be selected. The person nominating a candidate for independent non-executive director shall obtain the consent of the person being nominated before the nomination. The person nominating such candidate shall fully understand the occupation, education, professional title, detailed working experience and all part-time jobs of the person being nominated and shall express opinion on his/her qualifications of acting as an independent non-executive director and his/her independence. The person being nominated shall make a public declaration stating that there is no relationship between him/her and the Company which may hinder his/her independent and objective judgment.

This Procedures for Proposing a Person for Election as a Director shall be considered and approved at the second extraordinary board meeting of the first Board of Directors, and come into force upon the listing date of H shares of the Company.