



Holly Futures

(a joint stock company incorporated in the People's Republic of China with limited liability under the Chinese corporate name 弘業期貨股份有限公司 and carrying on business in Hong Kong as Holly Futures)

(the "Company")

(Stock Code: 3678)

FORM OF PROXY FOR USE AT THE 2017 FIRST EXTRAORDINARY GENERAL MEETING TO BE HELD ON MONDAY, 20 NOVEMBER 2017 OR AT ANY ADJOURNMENT THEREOF

Number of shares to which this form of proxy relates ^(Note 1)	Domestic Shares
	H Shares

I/We^(Note 2) _____

of _____

being the registered holder(s) of^(Note 1) _____ H Share(s)/domestic share(s) of RMB1.00 each in the share capital of the Company, **HEREBY APPOINT^(Note 3) THE CHAIRMAN OF THE MEETING** or _____

as my/our proxy to attend at the 2017 first extraordinary general meeting of the Company (the "Meeting") (and at any adjournment thereof) to be held at the Conference Room, 9/F, Holly Tower, No. 50 Zhonghua Road, Nanjing, the People's Republic of China at 2:30 p.m. on Monday, 20 November 2017 for the purpose of considering and, if thought fit, passing the following resolutions as set out in the notice convening the Meeting dated 29 September 2017 and vote for me/us and in my/our names in respect of the resolutions as indicated below, or, if no such indication is given, as my/our proxy thinks fit.

AS SPECIAL RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)	ABSTAIN ^(Note 4)
1.	to consider and approve the proposal of the Company's application of initial public offering and listing of Renminbi Ordinary Shares (the "A Shares") (the "A Share Offering")			
1.1	classes of shares			
1.2	nominal value per share			
1.3	proposed stock exchange for the listing of the A Shares			
1.4	proposed offering size			
1.5	target subscriber			
1.6	method of offering			
1.7	pricing methodology			
1.8	form of underwriting			
1.9	transfer (or reduction) of state-owned shares			
1.10	conversion into a joint stock limited liability company with domestic and overseas offering and listing of shares			
1.11	conversion of unlisted issued shares of the Company to A Shares			
1.12	accumulated profits distribution			
1.13	valid period of the resolutions for the proposal of the A Share Offering			
2.	to consider and approve the authorisation to the board (the "Board") of directors (the "Directors") of the Company to deal with related matters in connection with the Company's application for the A Share Offering and listing of A Shares at its full discretion			
3.	to consider and approve the feasibility analysis report on the investment projects using the proceeds from the A Share Offering			
4.	to consider and approve the impacts and remedial measures on dilution of immediate return from the A Share Offering			
5.	to consider and approve the price stabilising plan for the A Shares within three years after the A Share Offering			
6.	to consider and approve the dividend return plan for shareholders within three years after the A Share Offering			
7.	to consider and approve the public undertakings in documents in connection with the A Share Offering			
8.	to consider and approve the proposed formulation of the articles of association of the Company with effect upon A Share Offering and the listing of the A Shares			
9.	to consider and approve the proposed formulation of the rules of procedures of the general meetings of the Company with effect upon the A Share Offering and the listing of the A Shares			
10.	to consider and approve the proposed formulation of the rules of procedures of the Board of the Company with effect upon the A Share Offering and the listing of the A Shares			
11.	to consider and approve the proposed formulation of the rules of procedures of the board of supervisors (the "Supervisor(s)") of the Company with effect upon A Share Offering and the listing of the A Shares			

12.	to consider and approve the proposed amendments to the existing articles of association of the Company			
13.	to consider and approve the proposed amendments to the existing rules of procedures of the Board of the Company			
AS ORDINARY RESOLUTIONS				
14.	to consider and approve the report of use of raised funds from the previous offering			
15.	to consider and approve the proposed formulation of related party transactions management system with effect upon A Share Offering and the listing of the A Shares			
16.	to consider and approve the proposed formulation of the system concerning the independent Directors with effect upon A Share Offering and the listing of the A Shares			
17.	to consider and approve the proposed formulation of the administration system of raised funds with effect upon A Share Offering and the listing of the A Shares			
18.	to consider and approve the new thermal coal variation basis trading cooperation framework agreement entered into between Holly Capital Management Co., Ltd., a wholly-owned subsidiary of the Company and Jiangsu Chemical Fertilizer Co., Ltd on 29 September 2017 with respect to the cooperation on thermal coal variation basis trading, and the continuing connected transactions contemplated thereunder and to fully authorise the operation management of the Company to handle all related matters of these continuing connected transactions in its full discretion			
19.	to consider and approve Ms. Yu Hong as a Supervisor			

Dated this _____ day of _____ 2017

Signature(s)^(Note 6) _____

Notes:

- Please insert the number and type of share(s) registered in your name(s) relating to this form of proxy. If no number is inserted, this form of proxy will be deemed to relate to all of the shares in the capital of the Company registered in your name(s).
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- If any proxy other than the Chairman is preferred, please strike out **"THE CHAIRMAN OF THE MEETING"** here inserted and insert the name and address of the proxy desired in the space provided. You may appoint one or more proxies to attend the Meeting. A proxy need not be a shareholder of the Company but must attend the Meeting in person to represent you. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE TICK IN THE BOX MARKED "ABSTAIN", AND YOUR VOTING WILL BE COUNTED IN THE TOTAL NUMBER OF VOTES CAST IN THAT RESOLUTION FOR THE PURPOSE OF CALCULATING THE RESULT OF THAT RESOLUTION.** Failure to complete any or all of the boxes will entitle your proxy to cast his/her/its votes at his/her/its 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.
- Any member of the Company ("**Member**") entitled to attend and vote at the Meeting shall be entitled to appoint another person (who must be an individual) as his/her/its proxy to attend and vote instead of him/her/it and a proxy so appointed shall have the same right as the Member to speak at the Meeting. On a poll, votes may be given either personally or by proxy. A proxy need not be a Member. A Member may appoint more than one proxy to attend on the same occasion.
- 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 seal or under the hand of an officer or attorney duly authorised. If the proxy form is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other document(s) of authorisation must be notarized.
- In order to be valid, this form of proxy for the Meeting must be deposited by hand or post, for holders of H shares of the Company, to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong and, for holders of domestic shares of the Company, to the headquarters in the PRC of the Company not less than 24 hours (i.e. not later than 2:30 p.m. on Sunday, 19 November 2017) before the time for holding the Meeting (or any adjournment thereof) for taking the poll. If the form of proxy is signed by a person under a power of attorney or other authority, a notarial copy of that power of attorney or authority shall be deposited at the same time as mentioned in the form of proxy. Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the Meeting or any adjourned meetings should they so wish.
- In case of joint shareholder for any share, only the person whose name is at the first place on the register of shareholders has the rights to receive the certificate of relevant shares and notice from the Company and to attend or exercise all of the votes relating to the shares.
- Shareholders or their proxies shall provide their identity documents when attending the Meeting.
- The address of the headquarters in the PRC of the Company is No. 50 Zhonghua Road, Nanjing, the PRC.