

綠色動力環保集團股份有限公司
Dynagreen Environmental Protection Group Co., Ltd.*
(a joint stock limited liability company incorporated in the People's Republic of China)
(Stock Code: 1330)

PROXY FORM

**For the First Class Meeting for Holders of H Shares for the year 2016 of
Dynagreen Environmental Protection Group Co., Ltd.*
to be held on 18 April 2016 and at any adjourned meeting thereof**

I/We^(Note 1) _____
of ^(Note 2) _____ being the registered holder(s)
of _____ H shares^(Note 3) with nominal value of RMB1.00 each in the share
capital of Dynagreen Environmental Protection Group Co., Ltd. (the “Company”), hereby appoint the Chairman of the meeting^(Notes 4 and 5)
or _____
of _____
and/or _____
of _____

to act as my/our proxy to attend and vote for me/us and on my/our behalf at the first class meeting for holders of H shares for the year 2016 (the “**Class Meeting for Holders of H Shares**”) of the Company to be held at the 16th Floor, Block B, Fukai Building, No. 19 Finance Street, Xicheng District, Beijing, the PRC at 10:00 a.m. on Monday, 18 April 2016 immediately after the conclusion of the extraordinary general meeting and at any adjournment thereof and to exercise all rights conferred on proxies under law, regulation and the Articles of Association of the Company.

I/We wish my/our proxy to vote as indicated below in respect of the resolutions to be proposed at the Class Meeting for Holders of H Shares.

Please indicate how you wish your vote(s) to be cast by ticking the appropriate box next to the resolution.^(Note 6)

Special Resolutions		For	Against	Abstain
1.	Resolution on the application for the initial public offering and listing of RMB ordinary shares (A shares)			
2.	Resolution on the use of proceeds from the initial public offering of A shares			
3.	Resolution on the authorization to the board of directors to deal with matters relating to the issue and listing of A shares by the Company in its absolute discretion			
4.	Resolution on the plan on distribution of accumulated and undistributed profits before the initial public offering of A shares			
Ordinary Resolutions		For	Against	Abstain
5.	Resolution on the formulation of the Company Share Price Stabilization Measures for the Three Years after Listing of the Shares of the Company			
6.	Resolution on the letter of undertaking relating to repurchase of new A shares and reparation			
7.	Resolution on the letter of undertaking in respect of the performance of various undertakings			
8.	Resolution on the three-year shareholders' profit distribution plan			

Further details of the above resolutions are set out in the circular of the Company dated 3 March 2016.

Signature: _____^(Note7)

Date: _____ 2016

NOTES:

1. Please insert full name(s) of the shareholder(s) as registered in the register of members of the Company in **BLOCK CAPITALS**.
2. Please insert full address(es) of the shareholder(s) as registered in the register of members of the Company in **BLOCK CAPITALS**.
3. Please insert the number of shares registered in your name(s); if no number is inserted, this proxy form will be deemed to relate to all shares in the capital of the Company registered in your name(s).
4. If you are a shareholder who is entitled to attend and vote at the Class Meeting for Holders of H Shares, you are entitled to appoint one or more proxies to attend instead of you and to vote on your behalf. A proxy need not be a shareholder of the Company, but must attend the Class Meeting for Holders of H Shares in person in order to represent you.
5. If a proxy other than the Chairman of the Class Meeting for Holders of H Shares is preferred, cross out the words “the Chairman of the meeting” and insert the full name(s) and address(es) of the proxy (or proxies) desired in the space provided. If no name is inserted, the Chairman of the Class Meeting for Holders of H Shares will act as your proxy. **Any changes should be initialed by the person who signs this form.**
6. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED “AGAINST”. IF YOU WISH TO ABSTAIN FROM VOTING, TICK THE APPROPRIATE BOX MARKED “ABSTAIN”.** If you return this proxy form without indicating as to how your proxy is to vote on any particular matter, the person appointed as your proxy will exercise his/her discretion as to whether he/she votes and, if so, how and, unless instructed otherwise, he/she may also vote or abstain from voting as he/she thinks fit on any other business (including amendments to resolutions) which may properly come before the Class Meeting for Holders of H Shares. The shares abstained will be counted in the calculation of the required majority.
7. This proxy form must be signed and dated by the shareholder or his/her attorney duly authorized in writing. If the shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of (a) person(s) authorised to sign on its behalf. **In case of joint shareholdings, any one shareholder may sign this proxy form. If more than one joint shareholders attend the Class Meeting for Holders of H Shares in person or by proxy, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.**
8. To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and deposited at the place of business in Hong Kong or the H Share Registrar of the Company **not less than 24 hours before the time designated for holding of the Class Meeting for Holders of H Shares or any adjourned meeting thereof.** In the case of holders of H shares, the related documents should be sent to the place of business in Hong Kong of the Company, 1/F, Siu Ping Commercial Building, 104 Jervois Street, Sheung Wan, Hong Kong, or the H Share Registrar, Tricor Investor Services Limited, Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong. The effective period of appointment of your proxy appointed under this proxy form shall cease upon conclusion of the Class Meeting for Holders of H Shares or any adjourned meeting.
9. Completion and delivery of this proxy form will not preclude you from attending and voting in person at the Class Meeting for Holders of H Shares if you so wish.