



**China Suntien Green Energy Corporation Limited\***  
**新天綠色能源股份有限公司**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock code: 00956)**

**FORM OF PROXY FOR USE AT  
THE FIRST H SHAREHOLDERS CLASS MEETING IN 2013**

The number of H Shares relating to this form of proxy (Note 1)	
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I/We (Note 2) \_\_\_\_\_ of \_\_\_\_\_

being the registered holder(s) of \_\_\_\_\_ H Shares (Note 1) in China Suntien Green Energy Corporation Limited\*

(the "Company") HEREBY APPOINT THE CHAIRMAN OF THE MEETING, \_\_\_\_\_ (Note 3)

as my/our proxy(ies) to attend and vote for me/us and on my/our behalf at the first H shareholders class meeting of the Company in 2013 (the "H Shareholders class meeting") to be held at the Jixian Hall, 5th Floor, Ambassador Shijiazhuang Hotel, Shijiazhuang City, Hebei Province, the People's Republic of China (the "PRC") at 9:30 a.m. or immediately after the conclusion of the first Domestic Shareholders class meeting on Tuesday, 8 October 2013 or at any adjournment thereof and to vote at such meeting or any adjournment thereof in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy(ies) thinks fit.

SPECIAL RESOLUTIONS	For (Note 4)	Against (Note 4)	Abstain (Note 4)
To consider and approve the following resolutions in respect of the proposal to issue the Placing Shares: "THAT: the following items of the issuance of the Placing Shares (as defined in the announcement of the Company in respect of the proposed placing of its H shares dated 16 August 2013) be and are hereby individually approved and be implemented subject to a number of approvals from the relevant PRC regulatory authorities:			
(1) Class of Shares			
(2) Nominal value of each placing shares			
(3) Size of issuance			
(4) Issuance method			
(5) Target investors			
(6) Pricing			
(7) Use of proceeds			
(8) Accumulated undistributed profit			
(9) Validity period of the Shareholders' resolutions			
(10) Matters relating to authorisation in connection with the issuance of the Placing Shares"			

Dated this: \_\_\_\_\_

Signature(s) (Notes 5) \_\_\_\_\_

**Notes:**

- Please insert the number of H Shares 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 H Shares in the capital of the Company registered in your name(s) (whether alone or jointly with others).
- Please insert the full name(s) and address(es) (as shown in the register of the members) in **BLOCK CAPITALS**. The name of all joint registered holders should be stated.
- If any proxy other than the Chairman of the meeting is preferred, delete the words "the Chairman of the meeting" and insert the name and address of the proxy desired in the space provided. A proxy need not be a shareholder of the Company. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE PLACE A "✓" IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE PLACE A "✓" IN THE BOX MARKED "AGAINST".** If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy is entitled to vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy is entitled, in relation to that particular proposed resolution, to vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out 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. In case of joint registered holders of any shares, this form of proxy may be signed by any one joint registered holders, but if more than one joint registered holder is present at the meeting, whether in person or by proxy, that one of the joint registered holders whose name stands first on the register of members in respect of the relevant joint holding shall, to the exclusion of other joint holders, be entitled to vote in respect thereof.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of authority must be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investors Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 24 hours before the time of the meeting or any adjourned meeting.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the meeting or any adjournment thereof if you wish.

\* For identification purpose only