



## EcoGreen Fine Chemicals Group Limited

中怡精細化工集團有限公司\*

(incorporated in the Cayman Islands with limited liability)

Website: <http://www.ecogreen.com>

(Stock Code: 02341)

### PROXY FORM FOR THE 2012 ANNUAL GENERAL MEETING

I/We (note 1) \_\_\_\_\_, (name)  
of \_\_\_\_\_ (address)  
being the registered holder(s) of (note 2) \_\_\_\_\_  
shares of HK\$0.10 each in the capital of EcoGreen Fine Chemicals Group Limited (the "Company"), HEREBY APPOINT (note 3) the Chairman of  
the meeting or \_\_\_\_\_ (name)  
of \_\_\_\_\_ (address)  
as my/our proxy to attend and vote for me/us and on my/our behalf at the 2012 annual general meeting (the "AGM") of the Company to be held  
at Regus Business Centre, 35th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Thursday, 28 June 2012 at 3:00 p.m. for the purpose  
of considering and, if thought fit, passing the following resolutions as set out in the notice convening the AGM and at the AGM (or at any  
adjournment thereof) to vote for me/us in my/our name(s) in respect of the said resolutions as hereunder indicated or, if no such indication is  
given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS	FOR (note 4)	AGAINST (note 4)
1. To receive, consider and adopt the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2011.		
2. To declare a final dividend of HK\$0.0348 per share for the year ended 31 December 2011.		
3. (a) To re-elect Mr. Feng Tao as director;		
(b) To re-elect Mr. Gong Xionghui as director;		
(c) To re-elect Mr. Han Huan Guang as director, and		
(d) To re-elect Mr. Lin Zhigang as director;		
(e) To re-elect Mr. Lau Wang Yip, Derrick as director;		
(f) To authorise the board of directors to fix the directors' remunerations.		
4. To re-appoint PricewaterhouseCoopers as auditors and to authorise the board of directors to fix their remuneration.		
5. To grant a general mandate to the directors to allot, issue and otherwise deal with additional shares of the Company not exceeding 20 per cent. of the aggregate nominal amount of the issued share capital of the Company.		
6. To grant a general mandate to the directors to repurchase shares of the Company not exceeding 10 per cent. of the aggregate nominal amount of the issued share capital of the Company.		
7. To add the aggregate of the nominal amount of the shares repurchased by the Company pursuant to resolution no. 6 to the mandate granted to the directors under resolution no. 5.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2012 Signature(s) (note 5) \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) (as shown in the register of members) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares of the Company registered in your name(s) 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).
- If any proxy other than the Chairman of the meeting is preferred, strike out the words "the Chairman of the meeting, or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PUT A TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PUT A TICK IN THE BOX MARKED "AGAINST".** Failure to tick either box will entitle your proxy to cast your vote at his 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.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under seal, or under the hand of an officer or attorney duly authorised.
- In the case of joint holders of shares of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such shares as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the above meeting, personally or by proxy, then one of the said persons whose name stands first in the register of such shares shall alone be entitled to vote in respect thereof.
- In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed hereon must be deposited with the Hong Kong share registrar of the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof) not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and delivery of this form will not preclude you from attending and voting in person at the meeting or any adjournment thereof should you so wish.

\* for identification purposes only