



FDG Electric Vehicles Limited

五龍電動車(集團)有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 729)

Proxy Form for use at the Special General Meeting to be held on Wednesday, 14 June 2017 or any adjournment thereof

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ ordinary share(s) of HK\$0.01 each (the "Share(s)") in the share capital of FDG ELECTRIC VEHICLES LIMITED (the "Company") HEREBY APPOINT ^(Note 3) the Chairman of the subject meeting or _____
of _____
or failing him/her _____
of _____

as my/our proxy(ies) to attend and vote for me/us and on my/our behalf at the Special General Meeting of the Company to be held at Boardroom 6, M/F, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Wednesday, 14 June 2017 at 10:30 a.m. or at any adjournment thereof (the "Meeting") for the purposes of considering and, if thought fit, passing the resolutions 1 to 12 as Ordinary Resolutions as set out in the notice convening the Meeting as hereunder indicated or, if no such indication is given, as my/our proxy(ies) think(s) fit.

Unless otherwise stated, capitalized terms used in the Circular have the same meanings when used in this proxy form.

ORDINARY RESOLUTIONS [#]		For ^(Note 4)	Against ^(Note 4)
1.	To approve the Commercial Battery Supply Agreement, the transactions contemplated thereunder and the relevant annual caps.		
2.	To approve the Passenger Battery Supply Agreement, the transactions contemplated thereunder and the relevant annual caps.		
3.	To approve the CV Parts 1 Supply Agreement, the transactions contemplated thereunder and the relevant annual caps.		
4.	To approve the CV Parts 2 Supply Agreement, the transactions contemplated thereunder and the relevant annual caps.		
5.	To approve the Bus Parts Procurement Agreement, the transactions contemplated thereunder and the relevant annual caps.		
6.	To approve the Commercial Vehicle Finance Lease Framework Agreement, the transactions contemplated thereunder and the relevant annual caps.		
7.	To approve the Cooperation Framework Agreement, the transactions contemplated thereunder and the relevant annual caps.		
8.	To approve the Passenger EV Finance Lease Framework Agreement, the transactions contemplated thereunder and the relevant annual caps.		
9.	To approve the R&D Services Agreement, the transactions contemplated thereunder and the relevant annual caps.		
10.	To approve the Administrative Services Sharing Agreement, the transactions contemplated thereunder and the relevant annual caps.		
11.	To approve the Management Services Agreement, the transactions contemplated thereunder and the relevant annual caps.		
12.	To approve the New Five Dragons Facility Agreements, the transactions contemplated thereunder and the relevant annual caps.		

[#] The full text of each resolution is set out in the notice of the Meeting dated 19 May 2017.

Dated this _____ day of _____ 2017

Signature(s) ^(Note 5): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of Shares registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all the Shares registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, please delete the words "the Chairman of the subject meeting or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE BOX MARKED "AGAINST".** Failure to tick a box or insert a number will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This proxy form must be signed by you or your attorney duly authorized in writing, or in case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
- To be valid, this proxy form, together with any power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or that authority shall be deposited at the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 48 hours before the time for holding the Meeting.
- Where there are joint registered holders of any Share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such Share as if he/she were solely entitled thereto; but if more than one of such joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such Share shall alone be entitled to vote in respect thereof.
- Any shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A shareholder who is the holder of two or more Shares may appoint more than one proxy to attend on the same occasion. A proxy needs not be a shareholder of the Company.
- Delivery of this proxy form shall not preclude a shareholder from attending and voting in person at the Meeting or upon the poll concerned and, in such event, this proxy form shall be deemed to be revoked.