



北京北大青鳥環宇科技股份有限公司
BEIJING BEIDA JADE BIRD UNIVERSAL SCI-TECH COMPANY LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 08095)

**Proxy Form for Special General Meeting to be held on
Thursday, 6 August 2015
(or at any adjournment thereof)**

No. of shares to which this proxy form relates ²	
Type of shares (promoter shares or H shares) to which this proxy form relates ²	

I/We¹ _____
(of _____)
being the registered holder(s) of promoter share(s)/H share(s)³ of Beijing Beida Jade Bird Universal Sci-Tech Company Limited ("Company") **HEREBY APPOINT** the Chairman of the Special General Meeting ("SGM") or⁴ _____
(of _____)
as my /our proxy at the SGM (or at any adjournment thereof) of the Company to be held at Room 312, Block A, 3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing 100871, People's Republic of China ("PRC") at 10:30 a.m. on Thursday, 6 August 2015 for the purpose of considering and if thought fit, passing the ordinary resolution as set out in the notice convening the SGM dated 11 June 2015 ("Notice") and at the SGM (or at any adjournment thereof) to vote on my /our behalf in respect of the resolution as directed below:

Ordinary resolution	For ⁵	Against ⁵
To approve the VC Equity Interest Transfer Agreement (as defined in the circular of the Company dated 11 June 2015) and the transactions contemplated thereunder and to authorise any one director of the Company to do all such acts and things as he considers necessary necessary, appropriate, desirable and expedient for the purposes of giving effect to or in connection with the VC Equity Interest Transfer Agreement and all transactions contemplated thereunder.		

Signed this _____ day of _____, 2015

Signature(s): _____
Holder(s) of promoter shares
or H shares

Notes:

1. Full name(s) (in Chinese and English) and registered address(es) (as shown in the register of members) to be inserted in **BLOCK LETTERS**.
2. Please insert the number of promoter shares or H shares relates to this proxy form. If no number is inserted, this proxy form will be deemed to relate to all such shares in the capital of the Company registered in your name(s).
3. Please delete as appropriate.
4. Any holder of promoter shares or H shares entitled to attend and vote at the SGM shall have the right to appoint one or several persons (who may not be shareholders) to act as his/her proxy to attend and vote at the SGM on his/her behalf. If such an appointment is made, you may delete the words "the Chairman of the Special General Meeting ("SGM") or" and insert the name and address of the person appointed as proxy in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
5. Please indicate with a "✓" in the appropriate space how you wish the proxy to vote on your behalf. If this form is returned duly signed but without any such indication, the proxy will vote or abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the SGM other than those referred to in the Notice.
6. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy or by representative, will be accepted to the exclusion of the votes of the other joint holder(s). For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.
7. This proxy form must be signed by you or your attorney duly authorised in writing; for a legal person, this proxy form must be affixed with the common seal or signed by its director or attorney duly authorised in writing.
8. To be valid, this proxy form, and if this proxy form is signed by a person authorized by the principal, a notarized copy of that power or other authorization documents, must be deposited at (for the holders of H shares) the Company's H share registrar in Hong Kong, Hong Kong Registrars Limited at **ROOMS 1806-7, 18TH FLOOR, HOPEWELL CENTRE, 183 QUEEN'S ROAD EAST, HONG KONG** or (for the holders of promoter shares) the Company's principal place of business in Beijing at **3RD FLOOR, BEIDA JADE BIRD BUILDING, NO. 207 CHENGFU ROAD, HAIDIAN DISTRICT, BEIJING 100871, the PRC**, not less than 24 hours before the time appointed for holding the SGM or any adjournment thereof.
9. Completion and delivery of the proxy form will not preclude you from attending and voting at the SGM if you so wish.
10. The description of the resolution is by way of summary only. The full text appears in the Notice.