浙江浙大網新蘭德科技股份有限公司
**ZHEDA LANDE SCITECH LIMITED***
*(a joint stock limited company incorporated in the People's Republic of China)*
**(Stock Code: 8106)**

## Proxy Form for Class Meeting of the Holders of Domestic Shares to be held on 25 April 2014 (or at any adjournment thereof)

I/We*(Note 1)*, ____________________ (Chinese name(s)), ____________________(English name(s))
of ________________________________________ (address as shown in the register of members)
being the registered holder of ______________________ Domestic Shares*(Note 2)* in Zheda Lande Scitech Limited*
(the "Company"), HEREBY APPOINT*(Note 3)* the Chairman of the class meeting of the holders of Domestic Shares (the "Class Meeting") or ____________________ of ________________________________________
as my/our proxy to attend and act for me/us at the Class Meeting of the Company to be held at 13/F., Block A, No. 1 Xi Yuan Eight Road, Xihu District, Hangzhou City, Zhejiang Province, the People's Republic of China at 2:30 p.m. on Friday, 25 April 2014 (or immediately after the conclusion or adjournment of the extraordinary general meeting of the holders of Domestic Shares and H Shares in the Company which has been convened to be held at the same place and on the same date) and at any adjournment thereof and to vote on my/our behalf as directed below.

| | A SPECIAL RESOLUTION | FOR | AGAINST |
|---|---|---|---|
| (a) | To approve, confirm and ratify the Placing Agreement; | | |
| (b) | To approve the granting of the Specific Mandate for the Directors to issue not more than 150,000,000 New H Shares; | | |
| (c) | To authorise the Directors to do all such acts and things in relation to the Placing; | | |
| (d) | To approve, confirm and ratify all transactions contemplated thereunder or incidental to or in connection with the Specific Mandate and all actions taken or to be taken by the Company pursuant to the Placing; and | | |
| (e) | To authorise the Directors to amend the Articles of the Company and complete all relevant registration and filing procedures so as to reflect the new capital structure of the Company. | | |

Date: ____________________ 2014 Signature: ____________________

*Notes:*

1. Full name(s) (in Chinese and English) and address(es) (as shown in the register of members) are to be inserted in BLOCK CAPITALS.
2. Please insert the number of Domestic Shares in the Company registered in your name(s) and to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Domestic Shares in the capital of the Company registered in your name(s).
3. A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Class Meeting as your proxy, please delete the words "the Chairman of the class meeting of the holders of Domestic Shares (the "Class Meeting") or" and insert the name and address of the person appointed proxy in the space provided.
4. If you wish to vote for any of the resolutions set out above, please tick ("✓") in the boxes marked "FOR". If you wish to vote against any of the resolutions, please tick ("✓") in the boxes marked "AGAINST". If this form of proxy returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will 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 will, in relation to that particular proposed resolution, 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 of the Class Meeting.
5. The description of this/these resolution(s) is/are by way of summary only. The full text appears in the notice of the Class Meeting.
6. In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
7. This form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised. All powers of attorney referred to in this note must be notarially certified.
8. In order 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 or authority, must be deposited with the Company's mailing address at 13/F, Block A, No. 1 Xi Yuan Eight Road, Xihu District, Hangzhou City, Zhejiang Province, the People's Republic of China not less than 24 hours before the time appointed for holding the Class Meeting or any adjournment thereof.
9. A proxy attending the Class Meeting on behalf of a shareholder must present this form of proxy, duly completed and signed, and the proxy's proof of identity.
10. This form of proxy is in duplicate. One of which should be lodged in accordance with the instructions under note 8 and the other shall be presented at the Class Meeting in accordance with the instruction under note 9.
11. Any alteration made to this form of proxy should be initialed by the person who signs the form of proxy.
12. Unless the context requires otherwise, terms defined in the notice of the Class Meeting shall bear the same meanings when used in this form of proxy.
13. Completion and return of this form will not preclude you from attending and voting at the Class Meeting or at any adjournment thereof should you so wish. If you attend and vote at the Class Meeting, the authority of your proxy will be revoked.

* *For identification purposes only*