
DEFINITIONS

In this prospectus, unless the context otherwise requires, the following words and expressions shall have the following meanings. Certain technical terms are explained in the section headed “Glossary of Technical Terms” in this prospectus.

“Anshun Company”	Anshun Dynagreen Renewable Energy Co., Ltd. (安順綠色動力再生能源有限公司), a company incorporated on May 18, 2012 with limited liability under the laws of the PRC with 98% of its equity interest being held by our Company and 2% of its equity interest being held by our wholly-owned subsidiary Beijing Research Institute
“Application Form(s)”	WHITE application form(s), YELLOW application form(s) and GREEN application form(s), or where the context so requires, any one of them, relating to the Hong Kong Public Offering
“Articles of Association” or “Articles”	the Articles of Association duly approved by our Company on November 1, 2013, as amended from time to time, the summary of which is set out in “Appendix V — Summary of Articles of Association” in this prospectus
“associate(s)”	has the meaning ascribed to it under the Hong Kong Listing Rules
“Beijing Company”	Beijing Dynagreen Environment Co., Ltd. (北京綠色動力環保有限公司), a company incorporated on February 21, 2014 with limited liability under the laws of the PRC with 99% of its equity interest being held by our Company and 1% of its equity interest being held by our wholly-owned subsidiary Beijing Research Institute
“Beijing Research Institute”	Beijing Dynagreen Environmental Protection Research Institute Co., Ltd. (北京綠色動力環保技術研究院有限公司), a company incorporated on December 7, 2010 with limited liability under the laws of the PRC and our wholly-owned subsidiary
“Beijing SASAC”	State-owned Assets Supervision and Administration Commission of People’s Government of Beijing Municipality (北京市人民政府國有資產監督管理委員會)
“Beijing Venture Capital”	Beijing Venture Capital Co., Ltd. (北京科技風險投資股份有限公司), a company incorporated on October 28, 1998 with limited liability

DEFINITIONS

	<p>under the laws of the PRC with 62.37% of its equity interest being held by BSAM, 26.88% of its equity interest being held by China Youth Chuangyi Investment Management Company Limited (中青創益投資管理有限公司) and 10.75% of its equity interest held by Beijing Haidian State-Owned Assets Investment and Management Company Limited (北京市海澱區國有資產投資經營有限公司) and one of our Controlling Shareholders</p>
“Blue-ocean Environment”	<p>Blue-ocean Environment Investment Holding Company Limited (藍洋環保投資控股有限公司), formerly named as Dynagreen Holding (Group) Co., Ltd., a private company incorporated on June 30, 2005 under the laws of Hong Kong and our wholly-owned subsidiary</p>
“Board” or “Board of Directors”	<p>the board of Directors</p>
“BSAM”	<p>Beijing State-Owned Assets Management Co. Ltd. (北京市國有資產經營有限責任公司), a large-scale state-owned investment company initially incorporated on September 4, 1992 which is authorized by the Beijing municipal government to specialize in capital investment. In April 2001, it was restructured as a wholly state-owned company with limited liability by Beijing municipal government under the modernized enterprise system with 100% of its equity interest being held by Beijing SASAC, and is one of our Controlling Shareholders</p>
“BSAM Group”	<p>BSAM and its subsidiaries (but excluding our Group where the context requires in the section headed “Relationship with Controlling Shareholders” of this prospectus)</p>
“BSAM (HK)”	<p>Beijing State-Owned Assets Management (Hong Kong) Company Limited (北京國資(香港)有限公司), a private company incorporated on May 16, 2006 under the laws of Hong Kong which is wholly-owned by BSAM, and one of our Controlling Shareholders</p>
“CCASS”	<p>the Central Clearing and Settlement System established and operated by HKSCC</p>
“CCASS Clearing Participant”	<p>a person admitted to participate in CCASS as a direct clearing participant or general clearing participant</p>

DEFINITIONS

“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
“CCASS Participant”	a CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant
“CDM”	the Clean Development Mechanism
“Changzhou Company”	Changzhou Dynagreen Environmental and Thermoelectric Co.,Ltd. (常州綠色動力環保熱電有限公司), a sino-foreign co-operative joint venture incorporated on December 31, 2005 under the laws of the PRC with 75% of its registered capital being held by our Company and 25% of its registered capital being held by our wholly-owned subsidiary Blue-ocean Environment. Changzhou Zhengyuan is another joint venture partner which has provided land use right as its contribution to Changzhou Company but does not hold any registered capital of Changzhou Company
“Changzhou Zhengyuan”	Changzhou Zhengyuan Environmental Protection Resources Utilization Co., Ltd. (常州市正源環保資源綜合利用有限公司), a company incorporated on January 24, 2005 with limited liability under the laws of the PRC, one of the shareholders of Changzhou Company, and our connected person
“China” or “the PRC”	The People’s Republic of China (中華人民共和國), and for the purpose of this prospectus, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“CLSA”, “Sole Global Coordinator”, “Sole Bookrunner” or “Sole Lead Manager”	CLSA Limited
“Company”, “the Company” or “our Company”	Dynagreen Environmental Protection Group Co., Ltd. (綠色動力環保集團股份有限公司), a joint stock limited company incorporated on April 23, 2012 under the laws of the PRC. Its predecessor is Dynagreen Environmental Engineering.
“Company Law” or “PRC Company Law”	Company Law of the People’s Republic of China (中華人民共和國公司法) which was amended and duly approved on

DEFINITIONS

	December 28, 2013 by the Standing Committee of the 12th National People's Congress and became effective on March 1, 2014, as amended, supplemented and otherwise modified from time to time
“Companies Ordinance”	the Companies Ordinance of Hong Kong (Chapter 622 of the Laws of Hong Kong), which became effective from March 3, 2014, as amended, supplemented or otherwise modified from time to time
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), which became effective from March 3, 2014, as amended, supplemented or otherwise revised from time to time
“Concession Measures”	Measures for the Administration on the Concession of Municipal Public Utilities (市政公用事業特許經營管理辦法) (Order of the Ministry of Construction No. 126) promulgated by the former Ministry of Construction of the People's Republic of China on March 19, 2004 and implemented on May 1, 2004
“connected person(s)”	has the meaning ascribed to it under the Hong Kong Listing Rules
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Hong Kong Listing Rules
“CPI”	consumer price index
“CSCF” or “Sole Sponsor”	CITIC Securities Corporate Finance (HK) Limited
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Directors”	the directors of our Company
“Dynagreen Environmental Engineering”	Shenzhen Dynagreen Environmental Engineering Co., Ltd. (深圳綠色動力環境工程有限公司), formerly named as Shenzhen Dow's Environmental Technology Co., Ltd. and Shenzhen Dynagreen Environmental Engineering Company Limited, a company incorporated on March 29, 2000 with limited liability under the laws of the PRC and our Company's predecessor before the Reorganization

DEFINITIONS

“Dynagreen International Holding”	Eastgreen Holding Company Limited (綠色東方控股有限公司), formerly named as Dow’s (Hong Kong) Holding Company Limited (道斯控股(香港)有限公司) and Dynagreen International Holding (Group) Company Limited (綠色動力國際控股(集團)有限公司), a private company incorporated on September 24, 2001 under the laws of Hong Kong, which was controlled by Mr. Zheng and an independent third party
“EY Advisory”	Ernst & Young (China) Advisory Limited Beijing Branch Office (安永(中國)企業諮詢有限公司北京分公司)
“Fuli Company”	Zhejiang Dongyang Fuli Construction Limited Company (浙江省東陽市富力建設有限公司), a company incorporated on December 15, 2011 with limited liability under the laws of the PRC and our wholly-owned subsidiary
“Global Offering”	the Hong Kong Public Offering and the International Offering
“GREEN Application Form(s)”	the application form(s) to be completed by HK eIPO White Form Service Provider
“Group”, “the Group”, “we” or “us”	our Company and its subsidiaries
“H Shares”	overseas-listed foreign invested ordinary share(s) in the ordinary share capital of our Company with a par value of RMB1.00 each, subscribed and traded in Hong Kong dollars and for which application has been made for the granting of listing, and permission to deal, on the Hong Kong Stock Exchange
“Haining Company”	Haining Dynagreen Renewable Energy Co., Ltd. (海寧綠色動力再生能源有限公司), a company incorporated on March 15, 2004 with limited liability under the laws of the PRC and our wholly-owned subsidiary
“HK eIPO White Form”	the application for Hong Kong Offer Shares to be issued in the applicant’s own name through the designated website of HK eIPO White Form at www.hkeipo.hk
“HK eIPO White Form Service Provider”	the HK eIPO White Form service provider designated by us, as specified on the designated website of HK eIPO White Form at www.hkeipo.hk

DEFINITIONS

“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Nominees”	HKSCC Nominees Limited, the wholly-owned subsidiary of HKSCC
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
“Hong Kong Offer Shares”	the 30,000,000 H Shares being initially offered for subscription at the Offer Price pursuant to the Hong Kong Public Offering (subject to adjustment as described in the section headed “Structure of the Global Offering” in this prospectus)
“Hong Kong Public Offering”	the offer to the public in Hong Kong for subscription of the Hong Kong Offer Shares at the Offer Price, on and subject to the terms and conditions stated in this prospectus and in the Application Forms
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Hong Kong Underwriter”	the underwriter of the Hong Kong Public Offering as listed in the section headed “Underwriting — Hong Kong Underwriter” in this prospectus
“Hong Kong Underwriting Agreement”	the conditional Hong Kong underwriting agreement dated June 6, 2014 relating to the Hong Kong Public Offering and entered into between our Company, the Sole Sponsor, the Sole Global Coordinator, the Sole Bookrunner, the Sole Lead Manager and the Hong Kong Underwriter
“Huizhou Company”	Huizhou Dynagreen Environment Co., Ltd. (惠州綠色動力環保有限公司), a company incorporated on December 19, 2012 with limited liability under the laws of the PRC with 99% of its equity interest being held by our Company and 1% of its equity interest being held by our wholly-owned subsidiary Beijing Research Institute

DEFINITIONS

“IFRS”	International Financial Reporting Standards issued by the International Accounting Standards Committee, including international accounting standards and its amendments and interpretations
“Indebtedness Date”	April 30, 2014
“independent third party(ies)”	individual(s) or company(ies) which are not connected within the meaning of the Hong Kong Listing Rules with any of the Directors, chief executives, substantial shareholders of our Company or a subsidiary or associate of any of them
“International Offering”	the conditional offering of the International Offer Shares at the Offer Price by the Sole Global Coordinator and the International Underwriter as set out in the section headed “Structure of the Global Offering” in this prospectus
“International Offer Shares”	the 270,000,000 new H Shares initially being offered for subscription under the International Offering (subject to adjustment and the Over-allotment Option as described in the section headed “Structure of the Global Offering” in this prospectus)
“International Underwriter”	the underwriter in respect of the International Offering who is expected to enter into the International Underwriting Agreement to underwrite the International Offering
“International Underwriting Agreement”	the international underwriting agreement to be entered into between, among others, our Company, the Sole Sponsor, the Sole Global Coordinator and International Underwriter in respect of the International Offering to be dated on or around June 13, 2014
“Jianghuai Fund”	Anhui Jianghuai Growth Investment Fund Centre (Limited Partnership) (安徽省江淮成長投資基金中心 (有限合伙)), a limited partnership established on June 24, 2010 under the laws of the PRC with 53.33% of its equity interest being held by Beijing Green Innovation Investment Company Limited (北京綠色創想投資有限公司), 30% of its equity interest being held by Bengbu Investment Group Company Limited (蚌埠投資集團有限公司), 8% of its equity interest being held by Bengbu Zhongcheng Chuangye Investment Company Limited (蚌埠中城創業投資有限公司), 6.67% of its equity interest being held by Beijing Boyu Investment Company Limited

DEFINITIONS

	(北京柏裕投資有限公司) and 2% of its equity interest being held by Anhui Botao Chuangtou Fund Management Company Limited (安徽博韜創投基金管理有限公司), and one of our shareholders
“Jiangmen Company”	Jiangmen Dynagreen Medical Waste Treatment Co., Ltd. (江門市綠色動力醫療廢物處理有限公司), a company incorporated on April 21, 2004 with limited liability under the laws of the PRC with 100% of its equity interest being held by Beijing Guo Tong Assets Management Co., Ltd. (北京市國通資產管理有限公司), which used to be wholly-owned subsidiary of our Company before we transferred its equity interest to Beijing Guo Tong Assets Management Co., Ltd., and currently a connected person of our Company
“Jingxiu Investment”	Shenzhen Jingxiu Investment Partnership (Limited Partnership) (深圳市景秀投資合夥企業 (有限合夥)), a limited partnership established by 37 individuals who were our employees on April 18, 2011 under the laws of the PRC and one of our Shareholders
“Jixian Company”	Tianjin Dynagreen Renewable Energy Co., Ltd. (天津綠色動力再生能源有限公司), a company incorporated on June 6, 2013 with limited liability under the laws of the PRC with 60% of its equity interest being held by our Company and 40% of its equity interest being held by our wholly-owned subsidiary Blue-ocean Environment
“Jurong Company”	Jurong Dynagreen Renewable Energy Co., Ltd. (句容綠色動力再生能源有限公司), a company incorporated on September 24, 2012 with limited liability under the laws of the PRC with 98% of its equity interest being held by our Company and 2% of its equity interest being held by our wholly-owned subsidiary Beijing Research Institute
“Latest Practicable Date”	May 31, 2014
“laws and regulations”	the applicable laws and/or regulations promulgated by competent PRC authorities, as the context may require
“Listing”	the listing of the H Shares on the Hong Kong Stock Exchange
“Mandatory Provisions”	the Mandatory Provisions for Articles of Association of Companies to be Listed Overseas (到境外上市公司章程必備條款), for inclusion in the articles of association of companies incorporated in the PRC to be listed overseas, promulgated by the former State Council Securities Committee and other PRC government departments on

DEFINITIONS

	August 27, 1994, as amended, supplemented or otherwise modified from time to time
“Measures for Construction Project Management”	Measures for Construction Project Management (for Trial Implementation) (建設工程項目管理試行辦法) (Jian Shi [2004] No.200), promulgated on November 16, 2004 and implemented on December 1, 2004 by the former Ministry of Construction of the People’s Republic of China
“Ministry of Environmental Protection”	Ministry of Environmental Protection of the People’s Republic of China (中華人民共和國環境保護部)
“MOHURD”	Ministry of Housing and Urban-Rural Development of the People’s Republic of China (中華人民共和國住房和城鄉建設部)
“Mr. Zheng”	Mr. Zheng Weixian, a natural person of the PRC and the founder of Dynagreen Environmental Engineering, our predecessor
“NCSSF”	National Council for Social Security Fund
“NDRC”	National Development and Reform Commission (國家發展和改革委員會)
“Ninghe Company”	Tianjin Dynagreen Environmental Energy Co., Ltd. (天津綠動環保能源有限公司), a company incorporated on November 13, 2013 with limited liability under the laws of the PRC with 99% of its equity interest being held by our Company and 1% of its equity interest being held by our wholly-owned subsidiary Beijing Research Institute
“Non-Competition Agreement”	the non-competition agreement dated December 23, 2013 between our Company and BSAM, details of which are set out in “Relationship with Controlling Shareholders” of this prospectus
“Offer Price”	the final Hong Kong dollar price per Offer Share (exclusive of brokerage, SFC transaction levy and Hong Kong Stock Exchange trading fee) of not more than HK\$3.70 per H Share and expected to be not less than HK\$3.00 per H Share, at which the Offer Shares are to be subscribed for and issued pursuant to the Hong Kong Public Offering, to be determined in the manner further described in the section headed “Structure of the Global Offering” in this prospectus
“Offer Shares”	the Hong Kong Offer Shares and the International Offer Shares together, where relevant, with any additional H Shares issued and sold pursuant to the exercise of the Over-allotment Option

DEFINITIONS

“Over-allotment Option”	the option granted by us to the Sole Global Coordinator and the International Underwriter, exercisable by the Sole Global Coordinator for itself and on behalf of the International Underwriter, at any time from the date of the International Underwriting Agreement until 30 days from the last day for lodging applications under the Hong Kong Public Offering, to require us to allot and issue up to an aggregate of 45,000,000 additional H Shares at the Offer Price to cover, among other things, over-allocations in the International Offering, if any, details of which are described in the section headed “Structure of the Global Offering” in this prospectus
“PBOC”	People’s Bank of China (中國人民銀行)
“Pingyang Company”	Pingyang Dynagreen Renewable Energy Co., Ltd. (平陽綠色動力再生能源有限公司), a company incorporated on April 6, 2010 with limited liability under the laws of the PRC and our wholly-owned subsidiary
“Pingyao Company”	Pingyao Dynagreen Renewable Energy Co., Ltd. (平遙縣綠色動力再生能源有限公司), a company incorporated on November 14, 2012 with limited liability under the laws of the PRC with 99% of its equity interest being held by our Company and 1% of its equity interest being held by our wholly-owned subsidiary Beijing Research Institute
“Poly Fund”	Poly Longma Hongli Equity Investment Fund (Tianjin) Limited Partnership (Limited Partnership) (保利龍馬鴻利股權投資基金(天津) 合夥企業(有限合夥)) established on March 9, 2011 with limited liability under the laws of the PRC with 40.09% of its equity interest being held by Poly Longma Asset Management Co. Ltd. (保利龍馬資產管理有限公司), 30.07% of its equity interest being held by Beijing Ruitai Hengrui Investment Company Limited (北京惠泰恒瑞投資有限公司) and 29.84% of its equity interest being held by Chengdu Yifu Investment Management Company Limited (成都翊富投資管理有限責任公司), and one of our Shareholders
“PPI”	producer price index
“PRC GAAP”	generally accepted accounting principles in the PRC
“Price Determination Date”	the date on which the Offer Price is fixed for the purpose of the Global Offering, expected to be on or around June 13, 2014, but in any event no later than June 17, 2014

DEFINITIONS

“Province(s)”	Province or, where the context requires, autonomous region at provincial level or municipality subject to the direct jurisdiction of the PRC Central Government
“Qingdao Company”	Qingdao Dynagreen Renewable Energy Co., Ltd. (青島綠色動力再生能源有限公司), a company incorporated on September 23, 2005 with limited liability under the laws of the PRC with 75% of its equity interest being held by our Company and 25% of its equity interest being held by our wholly-owned subsidiary Blue-ocean Environment
“Regulation S”	Regulation S under the U.S. Securities Act
“Rushan Company”	Rushan Dynagreen Renewable Energy Co., Ltd. (乳山綠色動力再生能源有限公司), a company incorporated on October 25, 2010 with limited liability under the laws of the PRC and our wholly-owned subsidiary
“SAFE”	State Administration of Foreign Exchange (中華人民共和國外匯管理局)
“Shareholder(s)”	holder(s) of our Shares
“Share(s)”	share(s) in the share capital of our Company, with a nominal value of RMB1.00 each
“SOE(s)”	state-owned enterprise(s)
“Special Regulations”	Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (國務院關於股份有限公司境外募集股份及上市的特別規定), promulgated by the State Council on August 4, 1994, as amended, supplemented or otherwise modified from time to time
“Stabilizing Manager”	CLSA
“State Council”	State Council of the PRC (中華人民共和國國務院)
“Supervisor(s)”	the member(s) of the Supervisory Committee
“Supervisory Committee”	Supervisory Committee established under the PRC Company Law, details of which is set out in the section headed “Directors, Supervisors, Senior Management and Employees”

DEFINITIONS

“Taizhou Company”	Taizhou Dynagreen Renewable Energy Co., Ltd. (泰州綠色動力再生能源有限公司), a company incorporated on November 2, 2009 with limited liability under the laws of the PRC and our wholly-owned subsidiary
“Tianneng Shenchuang”	Beijing Tianneng Shenchuang Environmental Protection Co., Ltd. (北京天能神創環境保護有限公司), a company incorporated on October 15, 2012 with limited liability under the laws of the PRC with 35% of its equity interest being held by our Company and 65% of its equity interest being held by Beijing Environment Sanitation Engineering Group Co., Ltd. (北京環境衛生工程集團有限公司)
“Tongcheng Incineration and Power Generation Company”	Tongcheng City Waste Incineration Generation Co., Ltd. (桐城市垃圾焚燒發電有限公司)
“Track Record Period”	the three years ended December 31, 2013
“Twelfth Five-year Plan”	Summary of Twelfth Five-year (2011-2015) Plan for National Economic and Social Development of the People’s Republic of China (《中華人民共和國國民經濟和社會發展第十二個五年 (2011-2015) 規劃綱要》) approved by the 11th National People’s Congress in 2011
“Underwriters”	the Hong Kong Underwriter and the International Underwriter
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
“United States” or “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“Unlisted Shares”	domestic invested ordinary shares of our capital, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi and are currently not listed or traded on any stock exchange
“US\$” or “U.S. dollars”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the U.S. Securities Act of 1933, as amended, and rules and regulations issued thereunder
“Wuhan Company”	Wuhan Dynagreen Renewable Energy Co., Ltd. (武漢綠色動力再生能源有限公司), a company incorporated on September 15, 2006 with limited liability under the laws of the PRC and our wholly-owned subsidiary

DEFINITIONS

“Yongjia Company”	Yongjia Dynagreen Renewable Energy Co., Ltd. (永嘉綠色動力再生能源有限公司), a company incorporated on February 1, 2010 with limited liability under the laws of the PRC and our wholly-owned subsidiary
“Zhangqiu Company”	Zhangqiu Dynagreen Renewable Energy Co., Ltd. (章丘綠色動力再生能源有限公司), a company incorporated on February 16, 2012 with limited liability under the laws of the PRC and our wholly-owned subsidiary