

**NOTICE TO THE HOLDERS OF
CHINA MING YANG WIND POWER GROUP LIMITED
AMERICAN DEPOSITARY SHARES
OF
TERMINATION OF ADR PROGRAM**

TO ALL HOLDERS AND BENEFICIAL OWNERS OF
AMERICAN DEPOSITARY SHARES (“ADSs”)
OF CHINA MING YANG WIND POWER GROUP LIMITED

Company:	China Ming Yang Wind Power Group Limited, an exempted company with limited liability incorporated under the laws of the Cayman Islands.
Depository:	Citibank, N.A.
Deposit Agreement:	Deposit Agreement, dated as of October 6, 2010, by and among the Company, the Depository and all Holders and Beneficial Owners of ADSs issued thereunder.
ADS CUSIP No:	16951C108.
Deposited Securities:	Ordinary shares, par value \$0.001 per share (the “ <u>Shares</u> ”).
ADS Ratio:	1 Share to 1 ADS.
Local Effective Date:	June 22, 2016.
ADS Effective Date:	June 23, 2016.

The Company has informed the Depository that:

- The merger of Regal Ally Limited, an exempted company with limited liability incorporated under the laws of the Cayman Islands (“Merger Sub”) and a wholly-owned subsidiary of Regal Concord Limited, a business company with limited liability incorporated under the laws of the British Virgin Islands (“Parent”) with and into the Company (the “Merger”) is expected to become effective on the Local Effective Date.
- If the Merger becomes effective on the Local Effective Date, each outstanding Share (including Shares represented by ADSs), other than (a) the Rollover Shares (as defined in the Company’s Schedule 13E-3, which is available electronically via the Securities and Exchange Commission’s website at <https://www.sec.gov/edgar.shtml>), (b) Shares owned by shareholders who have validly exercised and have not

effectively withdrawn or lost their dissenters' rights under the Companies Law (2013 Revision) of the Cayman Islands (the "Cayman Islands Companies Law") (the "Dissenting Shares"), (c) Shares owned by any of the Company and its subsidiaries (if any), and (d) Shares (including Shares held by the Depositary in respect of ADSs) reserved (but not yet allocated) by the Company for issuance and allocation upon exercise or settlement of each outstanding option award issued by the Company pursuant to the Company's 2010 Equity Incentive Plan that entitles the holder thereof to purchase one Share upon the vesting of such award (Shares described under (a) through (d) above are collectively referred to as the "Excluded Shares"), will be cancelled and cease to exist in exchange for the right to receive US\$2.51 in cash per Share without interest and net of any applicable withholding taxes.

- The Excluded Shares (other than the Dissenting Shares and the Rollover Shares), including Excluded Shares represented by ADSs, will upon effectiveness of the Merger be cancelled and cease to exist without payment of any consideration or distribution therefor.
- Each Rollover Share will upon effectiveness of the Merger be converted into one ordinary share of the surviving company of the Merger and no cash consideration will be received by the holders thereof.
- The Dissenting Shares will upon effectiveness of the Merger be cancelled and each holder thereof will be entitled to receive only the payment of the fair value of such Dissenting Shares as determined in accordance with the Cayman Islands Companies Law.
- As each ADS represents one Share, each ADS issued and outstanding (other than any ADS representing Excluded Shares) will, upon the effectiveness of the Merger, represent the right to surrender the ADS in exchange for US\$2.51 in cash per ADS without interest (the "Per ADS Merger Consideration") minus the US\$0.05 per ADS cancellation fee pursuant to the terms of the Deposit Agreement, in each case, net of any applicable withholding taxes. Such payment will be promptly made on or after the ADS Effective Date upon receipt of the Merger consideration by the Depositary from the paying agent on behalf of Parent.

The books of the Depositary will be closed to ADS issuances and cancellations effective immediately.

Following the Merger (and the resulting cancellation and exchange of Shares), the Deposit Agreement will be terminated. Holders of ADSs are requested to arrange for the surrender of their ADSs in exchange for the Per ADS Merger Consideration (minus the US\$0.05 per ADS cancellation fee).

If you hold a certificate (an “ADR”) evidencing your ADSs, you will need to complete a Letter of Transmittal, which will be made available to you by the Depository, and deliver it with your ADR(s) to the Depository. Please follow carefully the instructions contained in the Letter of Transmittal.

If you hold any ADS(s) in book-entry (direct registration) form, no action is required. In such cases, a check for the applicable Per ADS Merger Consideration (minus the US\$0.05 per ADS cancellation fee) will be mailed to you after the Merger goes effective and the Depository receives the Merger consideration.

If you hold any ADS(s) indirectly through a participant in The Depository Trust Company (“DTC”), no action is required. In such cases, DTC will credit your custodian bank or broker with the applicable Per ADS Merger Consideration (minus the US\$0.05 per ADS cancellation fee) after the Merger goes effective and receives the Per ADS Merger Consideration, and your custodian bank or broker, as applicable, will credit your account with the applicable Per ADS Merger Consideration (minus the US\$0.05 per ADS cancellation fee) after receipt thereof from DTC.

As to any ADS not surrendered, the Depository will hold the Per ADS Merger Consideration, together with any dividends received prior to the termination of the Deposit Agreement, without liability for any interest thereon, for the pro-rata benefit of the registered holders of ADSs. Pursuant to the Deposit Agreement, the Depository will, upon termination of the Deposit Agreement, be discharged from all obligations to the holders of ADSs under the Deposit Agreement, except to make distribution of the Per ADS Merger Consideration and dividends (after receipt of payment of applicable fees of the Depository, expenses for the account of the holders of ADSs and applicable taxes and governmental charges) upon surrender to it of any outstanding ADSs, or as may be required at law in connection with the termination of the Deposit Agreement.

If you have any questions about the termination of the Deposit Agreement, the distribution of the Per ADS Merger Consideration or the manner in which to surrender your ADSs to the Depository, please call Citibank, N.A. Shareholder Services at 1-877-CITI-ADR.

Citibank, N.A., solely as Depository

Date: June 13, 2016