

CTEG

中滔環保

CT ENVIRONMENTAL GROUP LIMITED

中滔環保集團有限公司

*(Incorporated in the Cayman Islands with limited liability)***(Stock Code: 1363)****Form of proxy for the annual general meeting to be held on Thursday, 28 May 2015
(or any adjournment thereof)**

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____ ^(Note 2) shares (the “Shares”) of
HK\$0.1 each in the capital of CT Environmental Group Limited (the “Company”) hereby appoint the Chairman of the annual general
meeting (the “Meeting”) ^(Note 3) of the Company or _____
of _____
to act as my/our proxy to attend for me/us and on my/our behalf at the Meeting to be held at Monet Room, B1 Level, InterContinental
Grand Stanford Hong Kong, 70 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong on Thursday, 28 May 2015 at 3:00 p.m. (or any
adjournment thereof) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice (the “Notice”)
convening the Meeting and at the Meeting (or any adjournment thereof) to vote for me/us and in my/our name(s) in respect of such
resolutions as hereunder indicated: ^(Note 4)

	ORDINARY RESOLUTIONS	FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive and consider the audited consolidated financial statements of the Company and the Directors’ Report and the Independent Auditor’s Report for the year ended 31 December 2014		
2.	To declare a final dividend of HK\$0.03 per ordinary share and a special dividend of HK\$0.025 per ordinary share for the year ended 31 December 2014 to the shareholders of the Company		
3.	(a) To re-elect Mr. Xu Ju Wen as an executive Director		
	(b) To re-elect Mr. Xu Zi Tao as an executive Director		
	(c) To re-elect Mr. Liu Yung Chau as an independent non-executive Director		
	(d) To re-elect Mr. Du Hequn as an independent non-executive Director		
	(e) To authorize the Board to fix the remuneration of the Directors		
4.	To re-appoint KPMG as Auditor and to authorize the Board to fix its remuneration		
5.	(a) To grant a general mandate to the Board to repurchase, the Company’s share as set out in resolution no. 5A of the Notice		
	(b) To grant a general mandate to the Board to allot, issue and deal with the Company’s additional shares as set out in resolution no. 5B of the Notice		
	(c) To extend the general mandate to the Board to allot, issue and deal with such number of additional shares as may be repurchased by the Company as set out in resolution no. 5C of the Notice		
	SPECIAL RESOLUTION	FOR ^(Note 4)	AGAINST ^(Note 4)
6.	To amend the existing articles of association of the Company as set out in resolution no. 6 of the Notice		

Date _____

Signature ^(Note 5) _____**Notes:**

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out “the Chairman of the annual general meeting (the “Meeting”) of the Company or” and insert the name and address of the proxy desired in the space provided. Any alternation made to this form of proxy must be initialled by the person who signs it. If no name is inserted, the Chairman of the Meeting will, subject to the limitation as hereinafter mentioned, act as your proxy.
- Important:** If you wish to vote for a resolution, place a tick in the corresponding box under the column marked “FOR”. If you wish to vote against a resolution, place a tick in the corresponding box under the column marked “AGAINST”. If no direction is given, your proxy may vote or abstain as he/she thinks fit. 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.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- In order to be valid, the form of proxy together with a power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof.
- In the case of joint registered holders of any Shares, any one of such joint registered holders may vote at the Meeting, either personally or by proxy, in respect of such Shares as if he/she were solely entitled thereto; but if more than one of such joint registered holders be present at the Meeting, the vote of the more senior who tenders a vote either personally or by proxy shall be accepted to the exclusion of the votes of the other joint registered holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and return of this form will not preclude you from attending and voting at the Meeting if you so wish. If you attend and vote at the Meeting, the authority of your proxy will be revoked.
- Re-election of each Director under resolution no. 3 shall be voted upon by way of separate resolutions. Details of the retiring Directors are set out in the circular of the Company dated 27 April 2015.