



中國水業集團有限公司*
CHINA WATER INDUSTRY GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1129)

Proxy Form for the Annual General Meeting of China Water Industry Group Limited to be held at Boardroom 8, Lower Lobby, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Friday, 16 June 2017, at 9:30 a.m.

I/We¹ _____
of _____
being a member of China Water Industry Group Limited (the "Company") and the registered holder(s) of _____ shares²
of HK\$0.50 each in the capital of the Company, HEREBY APPOINT THE CHAIRMAN OF THE MEETING, or³ _____
of _____
as my/our proxy to vote and act for me/us at the annual general meeting (and at any adjournment thereof) of the Company (the "Meeting") to be held at Boardroom 8, Lower Lobby, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai on Friday, 16 June 2017 at 9:30 a.m. for the purpose of considering and, if thought fit, passing, with or without modification, the resolutions set out in the notice convening the Meeting (the "Notice") and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions as indicated below, or if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS	FOR ⁴	AGAINST ⁴
1. To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditor of the Company for the year ended 31 December 2016;		
2. To re-elect Mr. Deng Jun Jie as an executive Director of the Company and to authorise the board of directors of the Company to fix his remuneration;		
3. To re-elect Ms. Chu Yin Yin, Georgiana as an executive Director of the Company and to authorise the board of directors of the Company to fix her remuneration;		
4. To re-elect Mr. Guo Chao Tian, as an independent non-executive Director of the Company and to authorise the board of directors of the Company to fix his remuneration;		
5. To re-elect Ms. Qiu Na, as an independent non-executive Director of the Company and to authorise the board of directors of the Company to fix her remuneration;		
6. To authorise the board of directors of the Company to fix the remuneration of the Company's directors;		
7. To re-appoint Crowe Horwath (HK) CPA Limited as the Company's auditor to hold office until the conclusion of the next annual general meeting and authorise the board of directors of the Company to fix their remuneration;		
8. To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the existing issued share capital of the Company as at the date of passing this resolution;		
9. To grant a general mandate to the directors of the Company to buy-back shares not exceeding 10% of the existing issued share capital of the Company as at the date of passing this resolution;		
10. Conditional upon passing resolutions nos. 8 and 9, to extend the general mandate to allot, issue and deal with additional shares by adding nominal amount of the Shares bought-back by the Company to the general mandate granted to the directors of the Company under resolution no. 8 above.		

Dated this day _____ of _____ 2017 Signature⁵: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out "Chairman of the meeting" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "AGAINST"**. Failure to complete any or all the boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to the Notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
- To be valid, this form of proxy, together with any power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company's branch share registrar, Union Registrars Limited at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not later than 48 hours before the appointed time for the holding of the Meeting (or at any adjournment thereof).
- A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish and in such event, this form of proxy shall be deemed to be revoked.
- The description of each ordinary resolution herein is by way of summary only. The full text appears in the Notice dated 28 April 2017.

* For identification purpose only