



海天水电
HaiTian Hydropower

HAITIAN HYDROPOWER INTERNATIONAL LIMITED

海天水电國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8261)

FORM OF PROXY

FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD AT ROOM 10, 21ST FLOOR, B1 BUILDING, WANDA SQUARE SECOND STAGES, FINANCE STREET, AOJIANG ROAD, AOFENG AVENUE, TAIJIANG DISTRICT, FUZHOU CITY, FUJIAN PROVINCE, PRC ON 9 MAY 2016 AT 10:00 A.M. (OR ANY ADJOURNMENT THEREOF)

I/We ⁽¹⁾, _____
of _____
being the registered holder(s) of _____ ⁽²⁾ shares of HK\$0.005 each in the share capital of Haitian Hydropower International Limited (the "Company") HEREBY APPOINT ⁽³⁾ the chairman of the meeting or _____
of _____
to act as my/our proxy to attend and act for me/us at the extraordinary general meeting of the Company to be held at Room 10, 21st Floor, B1 Building, Wanda Square Second Stages, Finance Street, Aojiang Road, Aofeng Avenue, Taijiang District, Fuzhou City, Fujian Province, PRC on 9 May 2016 at 10:00 a.m. and at any adjournment therefore for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the said meeting and at such meeting, or at any adjournment thereof, to vote for me/us in my/ our name(s) in respect of the said resolutions as hereunder indicated, and, if no such indication is given, as my/ our proxy thinks fit.

	ORDINARY RESOLUTION	FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1.	To approve the subdivision of every one (1) issued and unissued ordinary share of the Company with a par value of HK\$0.005 each into four (4) subdivided shares with a par value of HK\$0.00125 each and to authorise any one director of the Company to do all such acts and things necessary to implement and complete the share subdivision.		
	SPECIAL RESOLUTION	For ⁽⁴⁾	Against ⁽⁴⁾
2.	To approve the change of the English name of the Company from "Haitian Hydropower International Limited" to "Haitian Energy International Limited" and the Chinese name of the Company from "海天水电國際有限公司" to "海天能源國際有限公司" and to authorise any one director of the Company to do all such acts and things necessary to implement and give effect to the same.		

Date: _____

Signature ^(5 to 8): _____

Notes:

1. Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
2. Please insert the number of shares registered in your name(s) in which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
3. If any proxy other than the chairman of the meeting is preferred, strike out the words "the Chairman of the Meeting or" 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.
4. **IMPORTANT: If you wish to vote for a resolution, tick in the box marked "For". If you wish to vote against a resolution, tick in the box marked "Against".** Failure to tick either box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than that referred to in the notice convening the Extraordinary General Meeting.
5. You are requested to lodge this form of proxy, together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereon, to the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East Wanchai Hong Kong, not less than 48 hours before the time appointed for the holding of the Extraordinary General Meeting, or any adjournment thereof.
6. 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.
7. In the case of joint holders of any share, any one of such persons may vote at the Extraordinary General Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders are present at the Extraordinary General Meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
8. A proxy need not be a shareholder of the Company but must attend the Extraordinary General Meeting in person to represent you.