



中國管業集團有限公司 China Pipe Group Limited

(Incorporated in Bermuda with limited liability)
(Stock Code: 00380)

FORM OF PROXY FOR SPECIAL GENERAL MEETING (THE “SGM”) TO BE HELD ON MONDAY, 14 NOVEMBER 2022

I/We¹ _____
of _____
being the registered holder(s) of _____ shares²
of HK\$0.02 each in the share capital of **CHINA PIPE GROUP LIMITED** (the “Company”) **HEREBY
APPOINT³** _____
of _____
or the Chairman of the SGM to act as my/our proxy to attend and act for me/us on my/our behalf at the SGM to be held at
Unit 1010-1016, Level 10, Tower II, Grand Century Place, 193 Prince Edward Road West, Mongkok, Kowloon, Hong Kong
on Monday, 14 November 2022 at 10:00 a.m. and at any adjournment thereof and to vote for or against the resolutions as set
out in the notice convening the SGM as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

SPECIAL RESOLUTION		For ⁴	Against ⁴
1	(a) To consider and approve the proposed amendments to the existing memorandum of association and bye-laws of the Company and adopt the new memorandum of association and bye-laws of the Company; and		
	(b) To authorise the directors of the Company to do all such acts and things and execute all such documents and make all such arrangement as they shall, in their absolute discretion, deem necessary or expedient to give effect to the proposed amendments.		

Signature(s)⁵ _____

Date _____

Notes:

1. Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. Please insert the number of shares registered in your name(s). 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).
3. If any proxy other than the Chairman of the SGM is preferred, strike out the words “or the Chairman of the SGM” and insert the name and address of the proxy 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 ANY OF THE RESOLUTION, TICK IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTION, TICK IN THE RELEVANT BOX MARKED “AGAINST”.** Failure to tick in the 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 said SGM, other than those referred to in the notice convening the SGM.
5. 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 any officer or attorney duly authorised in writing.
6. Any shareholder entitled to attend and vote at the SGM (or at any adjournment thereof) is entitled to appoint another person as his proxy to attend and vote instead of him. The proxy needs not be a member of the Company but must attend the SGM in person to represent you. If a proxy is attending the SGM on your behalf, such proxy shall produce his/her identity paper.
7. To be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be lodged with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M 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 SGM (or adjourned SGM or the taking of the poll, as the case may be).
8. Where there are joint registered holders of any share, any one of such persons may vote at the SGM either personally or by proxy, in respect of such share but if more than one of such joint holders is present at the SGM personally or by proxy the vote of the senior who tenders a vote, whether in person or by proxy, shall 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 in respect of the joint holding.
9. Completion and delivery of the form of proxy will not preclude you from attending and voting at the SGM should you wish. If you attend and vote at the SGM, the authority of your proxy will be deemed to be revoked.
10. The full text of these resolutions appears in the notice of the SGM.