



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 “Meeting”)
to be held on Friday, 13th November 2015

I/We ^(Note 1) _____
of _____
being the registered holders of ^(Note 2) _____ ordinary share(s) of
HK\$0.02 each in the share capital of **CHINA PIPE GROUP LIMITED** (the “Company”)
HEREBY APPOINT ^(Note 3) _____
of _____
or the Chairman of the Meeting to act as my/our proxy to attend and act for me/us on my/ our behalf at the Meeting to be held at 12th Floor, Phase I, Austin Tower, 22-26A Austin Avenue, Tsim Sha Tsui, Kowloon, Hong Kong on Friday, 13th November 2015 at 2:00 p.m. and at any adjournment thereof and to vote for or against the resolutions as set out in the notice convening the Meeting as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

SPECIAL RESOLUTION	FOR ^(Note 4)	AGAINST ^(Note 4)
To approve the change of the names of the Company, such that the existing English name of the Company be changed from “China Pipe Group Limited” to “Softpower International Limited” and the secondary name of the Company from “中國管業集團有限公司” to “冠力國際有限公司”. Further details of which are set out in the notice of special general meeting of the Company dated 20th October 2015.		

Signature ^(Note 5): _____

Date: _____

Notes:

1. Full name(s) and address(es) to 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 in the capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, strike out the words “or the Chairman of the Meeting” 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 THE RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE BOX MARKED “AGAINST”.** Failure to complete the box will entitle your proxy to cast his/her 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 meeting, other than those referred to in the notice convening the Meeting.
5. This form of proxy must be signed by you, or your attorney duly authorised in writing, or if such appointor being a corporation, either under its common seal or under the hand of an officer, attorney or other person so authorised.
6. In the case of joint registered holders of any share, any one of such persons may vote at the Meeting either personally or by proxy, in respect of such share but if more than one of such joint holders is present at the Meeting 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.
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 Meeting or any adjournment thereof.
8. Any shareholder entitled to attend and vote at the Meeting (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 Meeting in person to represent you. If a proxy is attending the Meeting on your behalf, such proxy shall produce his/her identity paper.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting should you wish. If you attend and vote at the Meeting, the authority of your proxy will be deemed to be revoked.