



Water OASIS Group

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WATER OASIS GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1161)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 22ND FEBRUARY, 2019

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ ordinary shares of HK\$0.10 each (the "Shares") in the share capital of Water Oasis Group Limited (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING ^(Note 3), or _____ of _____ as my/our proxy to attend and act for me/us and on my/our behalf at the annual general meeting of the Company to be held at Drawing Room, M/F, Grand Hyatt Hong Kong, 1 Harbour Road, Hong Kong, on Friday, 22nd February, 2019 at 10:00 a.m. (or its adjournment) (the "Meeting") for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (or its adjournment) to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, or, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the Meeting in such manner as he/she thinks fit.

ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries for the year ended 30th September, 2018 together with the reports of the directors and independent auditor thereon.		
2.	To declare a final dividend for the year ended 30th September, 2018.		
3.	To re-elect Prof. Wong Lung Tak, Patrick as an independent non-executive director of the Company.		
4.	To re-elect Mr. Wong Chun Nam, Duffy as an independent non-executive director of the Company.		
5.	To re-elect Mr. Tam Siu Kei as an executive director of the Company.		
6.	To determine the directors' emolument for their services and to authorise the board of directors of the Company to fix the directors' emolument.		
7.	To re-appoint Deloitte Touche Tohmatsu as an independent auditor of the Company and to authorise the board of directors of the Company to fix its 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 issued Shares as at the date of passing this resolution.		
9.	To grant a general mandate to the directors of the Company to repurchase Shares not exceeding 10% of the issued Shares as at the date of passing this resolution.		
10.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional Shares by an amount not exceeding the number of the Shares repurchased by the Company.		

Dated this _____ day of _____ 2019 Signature(s) ^(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 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 INITIALLED BY THE PERSON WHO SIGNS IT. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS PROXY.**
- 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". 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 convening the Meeting.
- 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 executed under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- Any member of the Company (the "Member") entitled to attend and vote at the Meeting shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. The Member who is the holder of two or more Shares may appoint more than one proxy to attend and vote on his/her behalf at the Meeting provided that if more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which each such proxy is so appointed. A proxy need not be the Member. On a poll, votes may be given either personally or by proxy.
- The instrument appointing a proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to the principal place of business of the Company at 18th Floor, World Trade Centre, 280 Gloucester Road, Causeway Bay, Hong Kong not later than 48 hours before the time appointed for holding the Meeting or its adjournment at which the person named in the instrument proposes to vote or, in the case of a poll taken subsequently to the date of the Meeting or its adjournment, not later than 24 hours before the time appointed for the taking of the poll and in default the instrument of proxy shall not be treated as valid.
- No instrument appointing a proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the Meeting or its adjournment in cases where the Meeting was originally held within 12 months from such date.
- Where there are joint holders of any Shares, any one of such joint holder may vote at the Meeting, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the Meeting, 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 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.
- Completion and delivery of an instrument appointing a proxy shall not preclude the Member from attending and voting in person at the Meeting if the Member so wish and in such event, the instrument appointing a proxy should be deemed to be revoked.
- On a poll every Member present in person or by proxy or, in the case of the Member being a corporation, by its duly authorised representative, shall have one vote for every fully-paid Share of which he/she is the holder.
- PERSONAL INFORMATION COLLECTION STATEMENT:** Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting of the Company (the "Purposes"). The Company may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company at the above address.