

NOTICE OF EGM

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "Meeting") of China Water Industry Group Limited (the "Company") will be held at Boardroom 3 & 4, M/F, Renaissance Harbour View Hotel, Hong Kong, 1 Harbour Road, Wanchai, Hong Kong, Hong Kong on Monday, 14 May 2007, at 9:30 a.m. for the purpose of considering and, if thought fit, passing, with or without modification, the following resolution as ordinary resolution of the Company:

"THAT:

- (a) the entering into of the agreement dated 12 March 2007 (the "Agreement"), a copy of which has been produced to the Meeting marked "A" and initialled by the Chairman of the Meeting for the purpose of identification, between Billion City Investments Limited (a wholly-owned subsidiary of the Company) as purchaser and Boost Skill Investments Limited as vendor, whereby the Vendor has agreed to sell, and the Purchaser has agreed to purchase, 60 shares of US\$1.00 each in Onfar International Limited ("Onfar International"), representing 60% of the entire issued share capital of Onfar International, and 60% of the shareholders' loan owing by Onfar International to Boost Skill Investments Limited at an aggregate consideration of RMB30,000,000, upon the terms and subject to the conditions therein contained, be and is hereby approved, confirmed and ratified and all the transactions contemplated under the Agreement be and are hereby approved; and
- (b) any one director of the Company be and is hereby authorised for and on behalf of the Company to do all acts and things and execute and deliver all documents whether under the common seal of the Company or otherwise as may be necessary, desirable or expedient to carry out or to give effect to any or all transactions contemplated under the Agreement."

By order of the Board of
CHINA WATER INDUSTRY GROUP LIMITED
Chu Yin Yin, Georgiana
Executive Director and Company Secretary

Hong Kong, 25 April 2007

Registered Office:
Cricket Square,
Hutchins Drive
P. O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Principal office in Hong Kong:
Room 1207, 12th Floor,
West Tower, Shun Tak Centre,
No. 168-200 Connaught Road Central,
Sheung Wan,
Hong Kong

Notes:

1. An Independent Shareholder entitled to attend and vote at the meeting is entitled to appoint one or more than one proxy to attend and vote instead of him. On a poll, votes may be given either personally or by proxy. A proxy need not be an Independent Shareholder.
2. A form of proxy in respect of the meeting is enclosed. Whether or not you intend to attend the meeting in person, you are urged to complete and return the form of proxy in accordance with the instructions printed thereon.
3. In order to be valid, the form of proxy together with a power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority must be deposited with the branch share registrar of the Company at Union Registrars Limited at Room 1803, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
4. Completion and return of the proxy form shall not preclude an Independent Shareholder from attending and voting in person at the meeting or any adjournment thereof or on the poll concerned and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. Where there are joint holders of any share of the Company, any one of such holders may vote at the 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 holders are present at the meeting personally or by proxy, that one of such holders 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. Several executors or administrators of a deceased member in whose name any share stands shall for this purpose be deemed joint holders thereof.

As at the date of this announcement, the board of directors of the Company comprises Mr. Wang Chia Chin, Mr. Sze Chun Ning, Vincent, Mr. Shi De Mao, Ms. Chu Yin Yin, Georgiana, Mr. Zhong Wen Sheng, Mr. Wang Xiao Bo and Mr. Liu Bai Yue, all being the executive directors, Mr. Huang Yuan Wen and Mr. Pan Shi Ying, all being the non-executive directors and Mr. Chang Kin Man, Mr. Wu Tak Lung and Mr. Gu Wen Xuan, all being the independent non-executive directors.

* for identification purpose only