

**Amiad Filtration Systems Ltd.**

**(the "Company")**

**Form of Proxy**

**Extraordinary General Meeting**

Before completing this form, please read the explanatory notes below.

I/We .....appoint the chairman of the meeting or ..... (see Note 2) as my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of the Company to be held at 9.00am on Tuesday, 9 March 2010 at the offices of Speechly Bircham LLP, 6 New Street Square, London EC4A 3LX, England and at any adjournment of the meeting.

I/We instruct my/our proxy to vote on the resolutions to be proposed at the meeting as indicated below (unless otherwise instructed, the proxy may vote or abstain from voting as he or she sees fit in relation to any business to be considered at the meeting):

Resolutions	Do you have a personal interest in the matter		For	Against	Abstain
	Yes	No			
1 To approve the engagement of the Company in an agreement for the acquisition of the entire issued share capital of, and ownership rights in, Arkal Filtration Systems Cooperative Agricultural Society Ltd.					
2 To increase the authorized share capital of the Company by NIS 1,500,000, so that following such increase the authorized share capital of the Company shall be NIS 11,500,000 divided into 23,000,000 ordinary shares of 0.5 NIS each.					

Signature(s) : ..... Date: .....2010

**NOTES:**

1. To be effective, a completed and signed proxy must be delivered to the Company's transfer agent, Capita Registrars Ltd., PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU, England, together with any power of attorney or other authority under which it is signed, not later than 24 hours before the time fixed for the meeting or any adjourned meeting. Completion and return of this proxy will not preclude a shareholder from attending and voting at the meeting in person.
2. If you wish to appoint a proxy other than the chairman of the meeting, please delete the words "the chairman of the meeting or", insert in block letters in the space provided the name of your proxy and initial the alteration.
3. A member who is entitled to attend and vote at the meeting may appoint one or more proxies to attend and vote on his or her behalf, provided that only one proxy may be appointed by a member in respect of a particular share held by him/her. A proxy need not be a member of the Company.
4. In the case of a corporation, this form of proxy must be given under its seal or signed on its behalf by an attorney or duly authorised officer.
5. In the case of joint holders, the vote of the senior holder shall be accepted to the exclusion of the votes of the other joint holder(s). For this purpose, seniority will be determined by the order in which the names appear in the Company's register of members (or the Company's Registrars' records) in respect of the joint holding.
6. Any alterations to this proxy must be initialled by you.