

# Amiad Filtration Systems Ltd.

( the "Company" )

## Form of Direction

### Annual General Meeting

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

Form of direction for completion by holders of depository interests representing shares on a 1 for 1 basis in the Company in respect of the Annual General Meeting of the Company to be held at 11.00am, on Wednesday, 28 July 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

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Please insert full name(s) and address(es) in BLOCK CAPITALS

Of

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being a holder of depository interests representing shares in the Company hereby direct Capita IRG Trustees Limited, the Depository, to vote for me/us and on my/our behalf in person or by proxy at the Annual General Meeting of the Company to be held on the above date (and at any adjournment thereof) as directed by an "X" in the spaces below.

Resolutions	Do you have a personal interest in the matter		For	Against	Abstain
	Yes	No			
1 To receive the accounts of the Company for the year ended 31 December 2009 and the reports of the directors and auditors in relation thereto.					
2 To re-appoint Kesselman & Kesselman, a member firm of PricewaterhouseCoopers International Limited, as auditors of the Company and to authorise the directors of the Company to fix their remuneration.					
3 To re-elect Mr Tal Yeshua as a director of the Company.					
4 To re-elect Mr Dan Falk as a director of the Company.					
5 To re-elect Mr Zeev Holender as a director of the Company.					
6 To re-elect Mr Harel Beit-On as a director of the Company.					
7 To re-elect Mr Izhar Ben-Shlomo as a director of the Company.					
8 To re-elect Ms Osnat Ronen as a director of the Company.					
9 To re-elect Mr Arie Dayan as a director of the Company.					
10 To appoint Mr Amos Shalev as a director of the Company.					
11 To approve the terms of appointment and remuneration of Mr Amos Shalev as a director of the Company, as set out in his draft letter of appointment to be entered into by the Company and Mr Amos Shalev.					

12	To approve the entering into of an indemnification agreement between the Company and Mr Amos Shalev.					
13	To approve an increase in the monthly gross remuneration of the Chairman of the Board, Mr Tal Yeshua, from NIS 27,300 to NIS 45,000 with effect retrospectively from 1 January 2010.					
14	To approve a bonus of NIS 250,000 for Mr Tal Yeshua in respect of the year 2009.					
15	To authorise the Company to extend its directors' and officers' liability insurance policy for an additional 12 month period ending on 31 July, 2011, in the current level of expenses.					

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

**NOTES:**

1. To be effective, a completed and signed Form of Direction must be delivered to the Company's transfer agent Capita Registrars Limited, 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, by no later than 72 hours before the time fixed for the meeting or any adjourned meeting.
2. In the case of a corporation, this Form of Direction must be given under its seal or signed on its behalf by an attorney or duly authorised officer.
3. Please indicate how you wish your votes to be cast by placing "X" in the box provided. If no indication is given, you will be deemed as instructing the depository to abstain from voting. On receipt of this form duly signed, you will be deemed to have authorised Capita IRG Trustees Limited to vote, or to abstain from voting, as indicated on your Form of Direction
4. Any alterations to this form of direction must be initialled by you.