



# Anhui Tianda Oil Pipe Company Limited

## 安徽天大石油管材股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 8241)

### PROXY FORM FOR USE AT THE H SHARES CLASS MEETING AND ANY ADJOURNMENT THEREOF

No. of H Shares to which this Proxy relates <small>(Note 1)</small>	
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I/We (Note 2) \_\_\_\_\_

of \_\_\_\_\_

being the registered holder(s) of \_\_\_\_\_ H Shares in Anhui Tianda Oil Pipe Company Limited (the

“Company”), HEREBY APPOINT the Chairman of the Meeting or (Note 3) \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy to attend and act for me/us at the H Shares Class Meeting to be held at The Langya Book Store Hotel, Langya Mountain, Chuzhou City, Anhui Province, the PRC at 2:30 p.m. on 18 June 2007 (or, if later, as soon as practicable after the conclusion of the EGM (and at any adjournment thereof) and to exercise all rights conferred on proxy under law, applicable regulations and the Articles of Association of the Company in respect of any other business to be considered in the H Shares Class Meeting. I/We wish my/our proxy to vote as indicated below in respect of the resolutions (which are summarised below) to be proposed at the H Shares Class Meeting, or if no such indication is given, as my/our proxy thinks fit.

Unless the context requires otherwise, terms defined in the circular to the shareholders of the Company dated 3 May 2007 of which the notice convening the H Shares Class Meeting forms part (the “Circular”) shall have the same meanings when used herein.

SPECIAL RESOLUTION		For <small>(Note 4)</small>	Against <small>(Note 4)</small>
1.	To consider and approve the Proposed Withdrawal and the Proposed Introduction; and authorise any Director and/or the company secretary of the Company generally (i) to make any application and submission, do all such acts and things, execute any document and take all such steps for and on behalf of the Company as he/she may deem necessary, desirable or expedient to effect and implement the foregoing and (ii) to attend to and handle all other necessary procedures and registrations relating to or as a result of the Proposed Withdrawal and/or the Proposed Introduction.		
2.	To consider and approves conditional upon the listing of the H Shares on the Main Board, the following amendments to the Existing Articles with effect from the date on which dealings in the H Shares on the Main Board commences in the manner set out in the notice of this meeting; and to authorise the Directors to do such other acts and things, enter into all such transactions and arrangements, execute such other documents and/or deeds and/or take all such steps, which in their opinion may be necessary, desirable or expedient, to further amend the Existing Articles and/or to amend the Articles Amendments, as the Directors may deem appropriate and necessary for the purpose of complying with the requirements of or made by the relevant authorities or regulatory bodies of the PRC and/or Hong Kong in connection with the Proposed Withdrawal or the Proposed Introduction.		

Dated the \_\_\_\_\_ day of \_\_\_\_\_, 2007

Signature(s) (Note 5) : \_\_\_\_\_

#### Notes:

- Please insert clearly the number of H Shares registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy will be deemed to be appointed in respect of all the H Shares registered in your name(s).
- Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- Where the proxy appointed is not the Chairman of the H Shares Class Meeting, please cross out “the Chairman of the Meeting or”, and fill in the name(s) and address(es) of the proxy in the space provided. Each holder of the H Shares entitled to attend and vote at the H Shares Class Meeting may appoint one or more proxies to attend and vote at the H Shares Class Meeting on his behalf. A proxy need not be a holder of H Shares. With respect to any holder of H Shares who has appointed more than one proxy, the proxy holder may only vote on a poll. The person who signs this proxy form shall initial against any alteration in it.
- Important: if you wish to vote for any resolution, tick in the box marked “For”. If you wish to vote against any resolution, tick in the box marked “Against”.
- This form of proxy must be signed by you or your attorney duly authorised in writing. If the form of proxy is signed by your attorney duly authorised in writing, the relevant power of attorney and other relevant documents of authorisation (if any) must be notarised. If a corporate Shareholder appoints a person other than its legal representative to attend the H Shares Class Meeting on its behalf, the relevant form of proxy must be affixed with the company seal/chop of the corporate Shareholder or duly signed by its director or any other person duly authorised by that corporate Shareholder as required by the Articles of Association of the Company.
- In order to be valid, this completed and signed proxy form and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any), shall be delivered by personal delivery or by post to the Company’s H-Share Registrar and Transfer Office such that the same shall be received by the Company’s H-Share Registrar and Transfer Office 24 hours before the time of the H Shares Class Meeting. The contact details of the Company’s H-Share Registrar and Transfer Office are as follows:

Computershare Hong Kong Investor Services Limited  
Rooms 1806-1807, 18th Floor, Hopewell Centre  
183 Queen’s Road East  
Hong Kong