



TSC Offshore Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8149)

Supplemental form of proxy for use by shareholders at the extraordinary general meeting to be held at Suite 2001, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong on 18 July 2008 (or any adjournment thereof)

I/We¹ _____ of _____ being the registered holder(s) of² _____ shares of HK\$0.10 each in the capital of TSC Offshore Group Limited (the "Company"), HEREBY APPOINT³ _____ of _____ or failing him/her, the Chairman of the meeting as my/our proxy to attend and act for me/us in the extraordinary general meeting (the "Meeting") (or at any adjournment thereof) of the Company to be held at Suite 2001, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong on Friday, 18 July 2008 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following additional resolutions set out in the supplemental notice convening the Meeting dated 2 July 2008 and at the Meeting (or any adjournment thereof), to vote for me/us and in my/our name(s) in respect of such additional resolutions as hereunder indicated, and if no such indication is given, as my/our proxy think fit.

Ordinary Resolutions	For ⁴	Against ⁴
2. To approve, confirm and ratify the placing agreement dated 18 June 2008 between the Company, CCB International Capital Limited and Platinum Securities Company Limited in relation to the placing of the 155,000,000 new shares (the "Placing Shares") and the transactions contemplated thereunder, including the allotment and issue of the Placing Shares to the relevant placees as set out in the ordinary resolution numbered 2		
3. To approve, confirm and ratify the allotment and issue of the 10,000,000 Placing Shares to Keywise Greater China Opportunities Master Fund as set out in the ordinary resolution numbered 3		

Signature(s)⁵: _____

Dated this _____ day of _____ 2008

Notes:

- 1 Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- 2 Please insert the number of shares of HK\$0.10 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- 3 Please insert the name and address of the proxy desired. If no name is inserted, the Chairman of the meeting will act as your proxy. A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- 4 Important: If you wish to vote for the resolution, please indicate with a tick in the appropriate box marked "For". If you wish to vote against the resolution, please indicate with a tick in the appropriate box marked "Against". Failure to tick a box will entitle your proxy to cast your vote in respect of such resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to above.
- 5 This supplemental form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under seal or under the hand of an officer or attorney duly authorised in writing.
- 6 In the case of 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 of the Company as if he 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.
- 7 To be valid, this supplemental form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of authority, must be deposited at the Company's principal place of business at Unit 1612, 16th Floor, China Merchants Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong, not less than 48 hours before the time appointed for the Meeting or any adjourned meeting. Completion and return of the form of proxy will not preclude you from attending the Meeting and voting in person.
- 8 Any alteration made to this form should be initialled by the person who signs it.