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**天津天聯公用事業股份有限公司**

**TIANJIN TIANLIAN PUBLIC UTILITIES COMPANY LIMITED\***

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

(Stock code: 08290)

## **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2010 annual general meeting (“AGM”) of Tianjin Tianlian Public Utilities Company Limited (the “Company”) will be held at Floor 9, Gangao Tower, 18 Zhengzhou Road, He Ping District, Tianjin, PRC on 16 May 2011 (Monday), at 2:30 p.m. to transact the following business:

### **ORDINARY RESOLUTIONS**

1. To receive and adopt the audited financial statements and the reports of the Directors and Supervisors and auditors for the year ended 31 December 2010.
2. To approve the appropriation to statutory surplus reserve for the year 2010.
3. To re-appoint Messrs. Deloitte Touche Tohmatsu as the Company’s Auditors and authorize the board of directors to fix their remuneration.
4. To transact any other business.

By order of the Board  
**Tianjin Tianlian Public Utilities Company Limited\***  
**Sun Bo Quan**  
*Chairman*

Tianjin, the PRC, 31 March 2011

*Notes:*

- (a) The Company’s shareholders are reminded that, pursuant to Article 39 of the Articles of Association, the register of members of the Company will be closed from 18 April 2011 (Monday) to 16 May 2011 (Monday), both days inclusive, during which period no change to the register of members will be allowed and no transfer of shares will be registered. The Company’s shareholders, whose names appear on the register of members of the Company on 15 April 2011 (Friday) (after close of business), are entitled to attend the AGM and to vote thereat.
- (b) Any holder of the Company’s shares entitled to attend and vote at the AGM is entitled to appoint proxy to attend and vote on his behalf in accordance with the articles of association of the Company. A proxy needs not be a shareholder of the Company. A shareholder holding two or more shares may appoint more than one proxy.

\* *For identification purposes only*

- (c) Where a shareholder of the Company appoints more than one proxy, his proxies may only vote in a poll.
- (d) To be valid, the forms of the AGM (the “proxy form(s)”) for the use of shareholders and, if such proxy form is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered to the Company or the Company’s H share registrar in accordance with Notes (g) and (h) not less than 24 hours before the time scheduled for holding the AGM or adjourned meeting.
- (e) Shareholders of the Company who intend to attend the AGM are required to complete and return to the Company the enclosed confirmation reply slip by 27 April 2011 (Wednesday). Further details are set out in the reply slip and explanation thereto.
- (f) Completion and return of the proxy forms will not affect the right of shareholders of the Company to attend and vote at the AGM , if the shareholders of the Company so desire and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (g) Holders of domestic shares of the Company shall deliver the proxy forms (and a notarially certified copy of the power of attorney or other authority if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority) to the office of the Company at its address at Floor 9, Gangao Tower, 18 Zhengzhou Road, He Ping District, Tianjin, PRC.
- (h) Holders of H shares shall deliver the proxy forms (and a notarially certified copy of the power of attorney or other authority if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority) to the Company’s H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong.
- (i) Shareholders of the Company and proxies attending the AGM shall be responsible for their own transportation and accommodation expenses.

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*As at the date of this announcement, the Board comprises 4 executive Directors, namely Mr. Jin Jian Ping, Mr. Dong Hui Qiang, Mr. Bai Shao Liang, Ms. Tang Jie, 2 non-executive Directors, namely Mr. Sun Bo Quan (Chairman) and Mr. Gong Jing, and 4 independent non-executive Directors, namely Mr. Zhang Yu Li, Mr. Luo Wei Kun, Mr. Chan Shun Kuen, Eric and Mr. Tam Tak Kei, Raymond.*

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