



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)

**FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING
(OR ANY ADJOURNMENT THEREOF)**

Form of proxy for the extraordinary general meeting (the "Meeting") of Tianjin Tianlian Public Utilities Company Limited (the "Company") to be held at Floor 9, Gangao Tower, 18 Zhengzhou Road, He Ping District, Tianjin, PRC on Friday, 23 September 2011 at 11:00 a.m..

I/We^(note 1) _____
of _____
being the registered holder(s) of _____ Domestic/H Shares^(note 2) of RMB0.10 each in the capital of Company, **HEREBY APPOINT THE CHAIRMAN OF THE MEETING**^(note 3) or _____
of _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf at the Meeting (or at any adjournment thereof) to be held at Floor 9, Gangao Tower, 18 Zhengzhou Road, He Ping District, Tianjin, PRC on Friday, 23 September 2011 at 11:00 a.m. for the purpose of considering, and if thought fit, passing the resolution set out in the notice convening the Meeting (or at any adjournment thereof) on the undermentioned resolution as indicated below or, if no such indication is given, as my/our proxy or proxies think(s) fit.

Ordinary Resolution ^(note 4)	For ^(note 5)	Against ^(note 5)
To appoint Mr. Zhang Tian Hua as an executive director of the Company		

Dated this _____ day of _____ 2011 Shareholder's signature^(note 6) _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITAL**. The names of all joint holders should be stated.
2. Please insert the number of shares and delete the inappropriate type of share registered in your name(s). If a number is inserted, this form of proxy will be deemed to relate to only those shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out the "THE CHAIRMAN OF THE MEETING or" and insert the name and the address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OR PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
4. The description of the resolution is by way of summary only. Full text is set out in the notice of the Meeting.
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST".** Failure to tick any box will entitle your proxy to cast his vote 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 in the notice convening the Meeting.
6. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same. If this form of proxy is signed by an attorney or officer of the appointer, the power of attorney authorizing that attorney to sign, or other document of authorization must be notarially certified.
7. Any member entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member but must attend the Meeting in person to represent you. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting. Where a member appoints more than one proxy, his proxies may only vote in a poll.
8. In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority is determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
9. To be valid, for holders of domestic shares of the Company this form of proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or attorney, shall be deposited at the principal place of business in the PRC of the Company, at Floor 9, Gangao Tower, 18 Zhengzhou Road, He Ping District, Tianjin, PRC not less than 24 hours before the time appointed for the Meeting or any adjourned meeting(s). In order to be valid, for the holder of H shares of the Company the above documents must be delivered to the Company's H Shares Registrar of Hong Kong, Computershare Hong Kong Investor Services Limited at 17M/F, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 24 hours before the time appointed for holding Meeting or any adjourned meeting.
10. Completion and deposit of the proxy form will not preclude you from attending and voting at the Meeting if you wish.