



Tiangong International Company Limited

天工國際有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 826)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 29 JUNE 2010 OR ITS ADJOURNMENT

I/We _____ of _____
_____ being the registered holder(s)
of _____ shares of US\$0.01 each in the capital of TIANGONG INTERNATIONAL COMPANY LIMITED
("the Company"), hereby appoint _____
of _____ or failing him,
the Chairman of the Meeting as my/our proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at Annapurna Room, Pacific Place Conference Centre, Level 5, One Pacific Place, 88 Queensway, Hong Kong on Tuesday, 29 June 2010 at 10:00 a.m. and at any adjournment thereof on the following resolutions as indicated and if no such indication is given as my/our proxy thinks fit:

	ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To approve audited financial statements and the Reports of the Directors and Auditors for the year ended 31 December 2009.			
2.	To approve the proposed final dividend of RMB0.0534 per share.			
3.	(a)	(i) To re-elect Mr. Li Zhengbang as an independent non-executive director of the Company.		
		(ii) To re-elect Mr. Gao Xiang as an independent non-executive director of the Company.		
		(iii) To re-elect Mr. Lau Siu Fai as an independent non-executive director of the company		
	(b)	To authorise the Board of Directors to fix the remuneration of the Directors.		
4.	To re-appoint KPMG as auditors of the Company and authorise the Board of Directors to fix their remuneration.			
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company.			
6.	To grant a general mandate to the Directors to repurchase shares of the Company.			
7.	To extend the general mandate to the Directors to allot, issue and deal with additional shares of the Company.			

Signature: _____

Date: _____ 2010

Notes:

- (1) Full name(s) and address must be inserted in BLOCK CAPITALS.
- (2) Please insert the number of shares 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 indicate with an "X" in the relevant box how you wish the proxy to vote on your behalf. If this form of proxy is returned without any indication, you will be deemed to have authorised your proxy to vote or abstain from voting as he thinks fit.
- (4) Any alteration made to this form of proxy must be initialled.
- (5) Any member entitled to attend and vote is entitled to appoint proxy(ies) to attend and to vote in his stead. A proxy need not be a member of the Company.
- (6) If the shareholder is a corporation, this form of proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised on its behalf.
- (7) In the case of joint shareholder, 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 shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members.
- (8) To be valid, this form of proxy together with the power of attorney or other authority, if any, under which it is signed must be completed and deposited at the Company's Branch Share Registrars in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the meeting or any adjourned meeting thereof.

* For identification purpose only