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 EXTRAORDINARY GENERAL MEETING TO BE HELD ON 11 JULY 2016 (OR ITS ADJOURNMENT THEREOF) (THE "MEETING")

I/We*(Note 1)* ________________________________ of ________________________________

____ being the registered holder(s) of

______________________ share(s)*(Note 2)* of US$0.0025 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 Meeting of the Company to be held at Cliftons, Level 5, Hutchison House, 10 Harcourt Road, Central, Hong Kong on Monday, 11 July 2016 at 10:00 a.m. on the following resolutions as indicated and, if no such indication is given, as my/our proxy thinks fit:

	ORDINARY RESOLUTIONS	FOR*(Note 3)*	AGAINST*(Note 3)*
1.	To consider and approve the Proposed Placing of TG Tech		
2.	To consider, approve and confirm the Nanjing Steel Subscription Agreement dated 6 June 2016 entered into by TG Tech, Nanjing Steel, Mr. Zhu Xiaokun and Ms. Yu Yumei, the terms thereof and all transactions contemplated thereunder		
3.	To consider, approve and confirm the Subscription Agreement dated 6 June 2016 entered into by TG Tech and Mr. Zhu Xiaokun, the terms thereof and all transactions contemplated thereunder		
4.	To consider, approve and confirm the Subscription Agreement dated 6 June 2016 entered into by TG Tech and Mr. Jiang Rongjun, the terms thereof and all transactions contemplated thereunder		
5.	To consider, approve and confirm the Subscription Agreement dated 6 June 2016 entered into by TG Tech and Ms. Yang Zhao, the terms thereof and all transactions contemplated thereunder		
6.	To consider, approve and confirm the Subscription Agreement dated 6 June 2016 entered into by TG Tech and Mr. Xu Shaoqi, the terms thereof and all transactions contemplated thereunder		
7.	To consider, approve and confirm the Subscription Agreement dated 6 June 2016 entered into by TG Tech and Mr. Wang Gang, the terms thereof and all transactions contemplated thereunder		

Signature*(Note 6&7)*: ____________________ Date: ____________________ 2016

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 shareholders, 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 of the Company.

(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 registrar 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*