



Tianjin Capital Environmental Protection Group Company Limited
天津創業環保集團股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1065)

**PROXY FORM FOR USE AT THE 2024 FIRST
EXTRAORDINARY GENERAL MEETING**

The number of H shares to which
this proxy form relates^(Note 1)

I/We^(Note 2)

of

being the registered holders of^(Note 1) _____ H shares (the "Shares") of nominal value of RMB1.00 each in the capital of Tianjin Capital Environmental Protection Group Company Limited (the "Company"), is/are the shareholder(s) of the Company, and HEREBY APPOINT THE CHAIRMAN OF THE 2024 FIRST EXTRAORDINARY GENERAL MEETING or^(Note 3) _____

_____ as my/our proxy(ies) to attend and act for me/us and on my/our behalf at the 2024 first extraordinary general meeting (the "EGM") of the Company to be held at the conference room of the Company on 5/F, TCEP Building, 76 Weijin South Road, Nankai District, Tianjin, the PRC at 2:00 p.m. on 16 January 2024 (or at any adjournment thereof) and to exercise the right of voting at such meeting or at any adjournment thereof in respect of the resolutions as hereunder indicated, or if no such indication is given, as my/our proxy(ies) thinks(s) fit.

Ordinary Resolutions		Cumulative Vote(s) ^(Note 4)
1.	Resolutions on the election of directors	
1.1	To consider and approve the appointment of Mr. Tang Fusheng as an executive director of the Company.	affirmative vote(s)
1.2	To consider and approve the appointment of Mr. Pan Guangwen as an executive director of the Company.	affirmative vote(s)
1.3	To consider and approve the appointment of Ms. Nie Yanhong as an executive director of the Company.	affirmative vote(s)
1.4	To consider and approve the appointment of Mr. Wang Yongwei as a non-executive director of the Company.	affirmative vote(s)

Date: _____

Signature(s)^(Note 5): _____

Notes:

- Please insert the number of shares in the Company registered in your name(s) and to which this proxy form relates. If no such number is inserted, this proxy form shall be deemed to relate to all Shares registered in your name(s).
- Please insert the full name(s) in Chinese and English and address(es) (as shown in the register of members of the Company) in **block capital(s)**.
- If any proxy other than the Chairman of the EGM is preferred, strike out "the Chairman of the 2024 First Extraordinary General Meeting or" and insert the name and the address of the proxy desired in the space provided. Each shareholder of the Company is entitled to appoint one or more proxies to attend and vote at the EGM. The proxy needs not be a member of the Company. Any alteration made to this proxy form shall be signed by the person who signs it.
- IMPORTANT:** Voting at the EGM in respect of sub-resolutions No. 1.1 to 1.4 under Resolution No. 1 (namely the resolutions on the election of directors) shall be conducted by way of accumulative voting, whereby in respect of the four sub-resolutions you are entitled to a number of votes equivalent to four times of the number of shares represented by you, and you may cast all or part of such number of votes in favour of all or one or several of the four candidates under the four sub-resolutions. You may also opt to abstain from voting, provided that the number of votes you cast shall not, on an accumulative basis, exceed four times of the number of shares represented by you, otherwise, all votes cast by you in respect of the sub-resolutions will be rendered null and void and you will be deemed as having waived your right to vote.
Please indicate clearly the number of votes that you intend to cast or your intention to abstain from voting in respect of each candidate in the appropriate box against the corresponding resolution. If no direction is given, your proxy is entitled to put down such number of votes as he thinks fit. Unless otherwise directed in the proxy form, the proxy is also entitled to vote as he thinks fit for any resolution duly submitted to the EGM to be determined by way of accumulative voting in addition to those set out in the EGM Notice.
- This proxy form shall be signed by you or your attorney duly authorized in writing or, in the case of a corporation or an institution, either under the common seal or under the hand of any director or attorney duly authorized in writing. In any event, the execution shall be made in accordance with the articles of association of such corporation or institution.
- In order to be valid, this proxy form and, if such proxy form is signed by a person under a power of attorney or authority on behalf of the appointer, a notarially certified power of attorney (if any) or other authority (if any) under which it is signed, shall be deposited at the Company's H-share registrar address, on 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, or the Company's principal office address at TCEP Building, 76 Weijin South Road, Nankai District, Tianjin, the PRC, as soon as possible but in any event no less than 24 hours before the time scheduled for the holding of the EGM or any adjournment thereof.
- A proxy, on behalf of the shareholder of the Company, attending the EGM shall bring along the proof of identification of the proxy.
- Completion and delivery of this proxy form shall not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.
- In the case of joint registered holders of any Shares, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such Shares as if he/she was solely entitled thereto; but if more than one of such joint registered holders are present at the EGM, either personally or by proxy, that one of the said persons so present whose name stands first on the register of member of the Company in respect of such Shares shall be accepted to the exclusion of the votes of the other joint registered holders.
- The proxy needs not be a member of the Company but shall attend the EGM in person to represent you.
- Content of the resolutions contained in this proxy form is a summary only, full text of which is set out in the "Notice of 2024 First Extraordinary General Meeting". For details of the above ordinary resolutions, please refer to the relevant announcement of the Company dated 22 December 2023.