



天津津燃公用事業股份有限公司

Tianjin Jinran Public Utilities Company Limited

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

(Stock Code: 01265)

# PROXY FORM FOR ANNUAL GENERAL MEETING

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>2</sup> \_\_\_\_\_ shares of RMB0.10 each in the capital of **Tianjin Jinran Public Utilities Company Limited** (the "Company"), **HEREBY APPOINT<sup>3</sup>** the Chairman of the meeting (as defined below) or \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Floor 9, Gangao Tower, No.18 Zhengzhou Road, Heping District, Tianjin, PRC on 26 June 2018 (Tuesday) at 3:30 p.m. and at any adjournment thereof (the "Meeting") on the undermentioned resolutions as indication or, if no such indication is given, as my/our proxy or proxies think(s) fit.

ORDINARY RESOLUTIONS		FOR <sup>4</sup>	AGAINST <sup>4</sup>	ABSTAIN <sup>4</sup>
1.	To receive and adopt the audited financial statements and the reports of the directors, supervisors and auditors of the Company for the year ended 31 December 2017.			
2.	To approve the appropriation to statutory surplus reserve for the year 2017.			
3.	To re-appoint Ernst & Young Hua Ming LLP as the Company's auditors and authorize the board of directors of the Company to fix their remuneration.			
4.	To re-elect or appoint (if applicable) the following candidates as (i) executive directors of the Company; (ii) non-executive director of the Company; (iii) independent non-executive directors of the Company; (iv) shareholders' representative supervisor of the Company and (v) independent supervisors of the Company (pass as a separate resolution):			
	(i) (a) Mr. Zhao Wei			
	(b) Ms. Tang Jie			
	(c) Mr. Wang Quan Hong			
	(ii) (a) Mr. Hou Shuang Jiang			
	(b) Mr. Wang Jin			
	(c) Mr. Zhao Heng Hai			
	(iii) (a) Mr. Zhang Ying Hua			
	(b) Mr. Yu Jian Jun			
	(c) Mr. Guo Jia Li			
	(iv) (a) Mr. Yang Hu Ling			
	(v) (a) Ms. Xu Hui			
	(b) Mr. Liu Zhi Yuan			
5.	To consider and approve the remuneration of the directors and the supervisors of the Company respectively and the board of directors of the Company be authorised to approve the service contracts of the directors and supervisors of the Company and other relevant documents; and any executive director of the Company be authorised to sign on behalf of the Company all relevant contracts and other relevant documents and to deal with all other necessary relevant matters in connection therewith.			
6.	To declare a final dividend of RMB0.017 per share of the Company for the year ended 31 December 2017.			
SPECIAL RESOLUTION		FOR <sup>4</sup>	AGAINST <sup>4</sup>	ABSTAIN <sup>4</sup>
7.	To approve the proposed amendments to the Articles of Association of the Company (the details of which are set out on page 9 to 10 of the circular of the Company).			

Signature(s)<sup>5</sup>: \_\_\_\_\_

Dated this date: \_\_\_\_\_ of 2018 \_\_\_\_\_

## Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITAL. The names of all joint holders should be stated.
- Please insert the number of shares registered in your name(s). If a number is inserted, this form of proxy will be deemed to relate only to 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).
- If any proxy other than the Chairman is preferred, delete the words "the Chairman of the Meeting" 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.
- Please indicate with an "x" in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf. If this form is returned duly signed, but without any indication, the proxy will vote for or against the resolution or will abstain 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.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, if the appointor is a corporation, must be either under its seal or under the hand of an officer, attorney or other person authorized to sign the same.
- 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.
- To be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed or a notorially certified copy of such power or authority must be delivered to (for holders of domestic shares) the office of the company at its address at Floor 9, Gangao Tower, No.18 Zhengzhou Road, Heping District, Tianjin, PRC or (for holders of H Shares) to the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time for holding the Meeting or any adjourned Meeting.
- A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
- Completion and deposit of the proxy form will not preclude you from attending and voting at the Meeting if you wish.