



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 2023 ANNUAL 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 2023 ANNUAL GENERAL MEETING
or ^(Note 3) _____
as my/our proxy(ies) to attend and act for me/us and on my/our behalf at the 2023 annual general meeting (the "AGM") of the Company to be held at the conference
room of the Company on 5th Floor, TCEP Building, 76 Weijin South Road, Nankai District, Tianjin, the PRC at 2:00 p.m. on 5 June 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. My/our proxy will also be entitled to vote on any matter properly put to the AGM in such manner as he/she thinks fit.

Resolutions		For ^(Note 4)	Against ^(Note 4)	Abstention ^(Note 4)
Ordinary Resolutions				
1.	To consider and approve the 2023 annual report of the Company and the summary of the report announced within the PRC and overseas.			
2.	To consider and approve the working report of the board (the "Board") of directors (the "Directors") of the Company for the year 2023.			
3.	To consider and approve the final financial accounts of the Company for the year 2023 and the financial budget for the year 2024.			
4.	To consider and approve the proposal in respect of the profit appropriation plan of the Company for the year 2023.			
5.	To consider and approve the working report of the supervisory committee of the Company for the year 2023.			
6.	To consider and approve the working report of independent non-executive directors of the Company for the year 2023.			
7.	To consider and approve the proposal in relation to the appointment of WUYIGE Certified Public Accountants LLP as the external auditor of the Company, and to authorize the Board to decide its remuneration.			
Special Resolutions				
8.	To consider and approve the provision of additional Guarantees by the Company for the financing of its Subsidiaries not exceeding the total amount of RMB4,372,440,000 and the matters relating to the authorization to the Board of the Company.			
9.	To consider and approve the proposed grant of a general mandate to handle relevant matters in relation to the issue of A Shares to specific targets under simplified procedure (the "General Mandate under Simplified Procedure") to the Board to issue A Shares, the total number of which shall not exceed 30% of the total share capital of the Company prior to the issuance, and the total proceeds of which shall not exceed RMB300 million and not exceeding 20% of the net assets at the end of the most recent year during a period from the date of passing this proposed resolution at the Meeting until the date of which the 2024 annual general meeting of the Company is held, and to authorize the Board and its delegates to approve, execute and do, or procure to be executed and done, all such documents, deeds and things as it may consider necessary in connection with the General Mandate under Simplified Procedure.			
10.	To consider and approve the registration and issuance of technology and innovation green corporate bonds of the Company and the proposal of issuance.			
11.	To consider authorizing the Chairman of the Company and his authorized persons to be responsible for matters in relation to the issuance of technology and innovation green corporate bonds on a fully authorized basis.			

Date: _____ 2024

Signature(s) ^(Note 5): _____

Notes:

- Please insert the number of shares (the "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 will 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 AGM is preferred, strike out "the Chairman of the 2023 Annual 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 AGM. The proxy needs not be a member of the Company. Any alteration made to this proxy form must be signed by the person who signs it.
- Important:** If you wish to vote for a resolution, tick in the box marked "For". If you wish to vote against a resolution, tick in the box marked "Against". If you wish to abstain from voting on a resolution, tick in the box marked "Abstention". Failure to tick either box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the AGM other than those referred to in the notice(s) convening the AGM.
- This proxy form must 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, must be deposited at the Company's H Share registrar address at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, 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 not less than 24 hours before the time scheduled for the holding of the AGM or any adjournments thereof.
- A proxy, on behalf of the shareholder of the Company, attending the AGM shall bring along the proxy form duly completed and signed as well as the proof of identification of the proxy.
- Completion and delivery of this proxy form will not preclude you from attending and voting in person at the AGM 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 AGM, 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 be present at the AGM, 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 must attend the AGM in person to represent you.
- The resolutions set out in this proxy form are only summary. The full text is set out in the "Notice of 2023 Annual General Meeting". For details of the special resolution above, please refer to the related announcements of the Company dated 22 March 2024 and the circular of the Company dated 6 May 2024.