

# TAI PING CARPETS INTERNATIONAL LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 146)



## TAI PING

### PROXY FORM FOR SPECIAL GENERAL MEETING

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of <sup>(Note 1)</sup> \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ <sup>(Note 2)</sup> shares of  
HK0.10 each (the “Shares”) in the share capital of Tai Ping Carpets International Limited (the “Company”)

**HEREBY APPOINT** <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_

or failing him/her the Chairman of the Special General Meeting (the “SGM”) of the Company to be held at 21st Floor, St. George’s Building, 2 Ice House Street, Central, Hong Kong on Friday, 27 July 2012 at 10:00 a.m. as my/our proxy to attend and vote for me/us and on my/our behalf at the SGM or at every adjournment thereof on the resolution set out in the notice convening the SGM (the “Notice”) as indicated below:

Ordinary Resolution	For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
To approve, confirm and/or ratify the Master Contract, PRC Contracts and TLC Agreement (all as defined in the circular of the Company dated 29 June 2012) and the transactions and agreements contemplated thereunder (being the ordinary resolution set out in the Notice)		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2012. Signature(s) <sup>(Note 5)</sup>: \_\_\_\_\_

#### Notes:

1. Please insert full name(s) and address(es).
2. Please insert the number of Shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the Shares registered in your name(s). If a number is inserted, the form of proxy will be deemed to relate only to that number of Shares.
3. Please insert the name and address of the proxy desired in the space provided. **If no name is inserted, the Chairman of the SGM will act as your proxy.**
4. **Please indicate with an “X” in the appropriate space beside the resolution how you wish the proxy to vote on your behalf.** In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his discretion.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation must be either under its common seal or under the hand of an officer or attorney duly authorised.
6. To be valid this proxy form must be completed, signed and deposited at the Company’s branch registrar and registration office in Hong Kong, Computershare Hong Kong Investor Services Limited, 46th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time for holding the SGM.
7. Where there are joint registered holders of any Shares, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such Shares as if he were solely entitled thereto; but if more than one of such joint holders be present at the meeting personally or by proxy, then one of the said persons whose name stands first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.
8. A proxy need not be a registered shareholder of the Company but must attend the SGM in person to represent you.
9. Completion and return of the form of proxy will not preclude you from attending and voting at the SGM or any adjournment thereof if you so wish. In that event, your form of proxy will be deemed to have been revoked.