



国药集团
SINOPHARM

CHINA TRADITIONAL CHINESE MEDICINE HOLDINGS CO. LIMITED

中國中藥控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 570)

Form of Proxy for use at the Extraordinary General Meeting

convened at 2:00 p.m. on Monday, 30 April 2018

at Conference Room, 2nd Floor, No. 1 Keyuan Heng 4 Road, Gaoli Hi-Tech Park, Ronggui, Shunde District, Foshan City, Guangdong Province, the PRC

I/We⁽¹⁾ _____

of _____

being the holder(s) of ⁽²⁾ _____ ordinary shares of China Traditional Chinese Medicine Holdings Co. Limited (the “**Company**”) hereby appoint^(3 & 4) _____

of _____

or failing him, the Chairman of the meeting to act as my/our proxy at the Extraordinary General Meeting (or at any adjournment thereof) (the “**EGM**”) of the Company to be held at 2:00 p.m. on Monday, 30 April 2018 at Conference Room, 2nd Floor, No. 1 Keyuan Heng 4 Road, Gaoli Hi-Tech Park, Ronggui, Shunde District, Foshan City, Guangdong Province, the PRC for the purpose of considering and, if thought fit, passing the ordinary resolutions as set out in the notice convening the EGM (“**Notice of the EGM**”) and at the EGM on a poll to vote for me/us and in my/our name(s) in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For ⁽⁵⁾	Against ⁽⁵⁾
1.	To approve the Specific Mandate ⁽¹⁰⁾ .		
2.	To re-elect Mr. YANG Shanhua as a non-executive Director of the Company.		

Dated: _____

Signature⁽⁶⁾: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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).
- A member of the Company entitled to attend and vote at the EGM shall be entitled to appoint one or more proxies to attend and, on a poll, to vote instead of him/her. A proxy need not be a member of the Company, but must attend the EGM in person to represent you.
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE PLACE A “✓” IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE PLACE A “✓” IN THE BOX MARKED “AGAINST”.** Failure to complete either box will entitle your proxy to cast his/her vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than those referred to in the Notice of the EGM.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, under its common seal or under the hand of an officer or attorney duly authorised.
- If more than one of the joint holders are present at the EGM personally or by proxy, that one of the said persons whose name stands first on the register of members in respect of the relevant share(s) will alone be entitled to vote in respect of the relevant joint holding.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy of such power or authority must be deposited at the registered office of the Company at Room 1601, Emperor Group Centre, 288 Hennessy Road, Wanchai, Hong Kong no less than 48 hours before the time for holding the EGM.
- Any alterations made in this form should be initialled by the person who signs it. Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the EGM. In the event that you attend the EGM, this form of proxy will be deemed to be revoked.
- The description of the ordinary resolution is by way of summary. The full text of the ordinary resolution is set out in the Notice of the EGM.