



# CHINA SHINEWAY PHARMACEUTICAL GROUP LIMITED

## 中國神威藥業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2877)

### FORM OF PROXY

for use at the annual general meeting (the “AGM”) of China Shineway Pharmaceutical Group Limited (the “Company”) to be held on Friday, 29 May 2020 (or at any adjournment thereof)

I/We (Note 1) \_\_\_\_\_  
of \_\_\_\_\_ (Address)  
being the registered holder(s) of (Note 2) \_\_\_\_\_ shares of HK\$0.10 each of the capital of the Company, HEREBY APPOINT (Note 3) \_\_\_\_\_ (Name)  
of \_\_\_\_\_ (Address)  
or failing him, the Chairman of the meeting as my/our proxy to attend for me/us at the AGM of the Company to be held at Suite 3109, 31st Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Friday, 29 May 2020 at 11:00 a.m. or any adjournment thereof, and to vote for me/us and in my/our name(s) as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

|    |                                                                                                                                                                                                                             | FOR<br>(Note 4) | AGAINST<br>(Note 4) |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|---------------------|
| 1. | To receive and consider the audited consolidated financial statements, the report of the directors of the Company (“Directors”) and the report of the independent auditor for the year ended 31 December 2019.              |                 |                     |
| 2. | (A) To re-elect Mr. LI Zhenjiang as Director.                                                                                                                                                                               |                 |                     |
|    | (B) To re-elect Ms. XIN Yunxia as Director.                                                                                                                                                                                 |                 |                     |
|    | (C) To re-elect Prof. LUO Guoan as Director.                                                                                                                                                                                |                 |                     |
|    | (D) To authorize the board of Directors to fix the remuneration of the Directors.                                                                                                                                           |                 |                     |
| 3. | To re-appoint Deloitte Touche Tohmatsu as auditor and to authorize the board of Directors to fix their remuneration.                                                                                                        |                 |                     |
| 4. | To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company.                                                                            |                 |                     |
| 5. | To approve payment of a final dividend of RMB12 cents (equivalent to HK\$0.1310) per share in respect of the year ended 31 December 2019 (as more particularly set out in item 5 of the notice of annual general meeting).  |                 |                     |
| 6. | To approve payment of a special dividend of RMB9 cents (equivalent to HK\$0.0983) per share in respect of the year ended 31 December 2019 (as more particularly set out in item 6 of the notice of annual general meeting). |                 |                     |

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2020

Contact Telephone No.: \_\_\_\_\_

Shareholder's signature (Note 5): \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.10 each of the Company to which the proxy relates and is 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).
- Please insert the full name and address of the proxy desired in the space provided. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE AGM WILL ACT AS YOUR PROXY.** A shareholder having more than one share in the Company may appoint one or more proxies to attend and vote in his stead.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE PLACE (✓) IN THE BOX MARKED “FOR” BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE PLACE (✓) IN THE BOX MARKED “AGAINST” BESIDE THE RESOLUTION.** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion or to abstain on any resolution properly put to the meeting other than those referred to in the notice convening the AGM.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer, attorney or other person duly authorized to sign the same.
- Where there are joint registered holders of any share, any one of such joint holders may vote at the AGM, either in person or by proxy, in respect of such share as if he was solely entitled thereto; but if more than one of such joint holders be present at the AGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be 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 any power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be delivered at the Company's principal place of business in Hong Kong at Suite 3109, 31st Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.
- The proxy needs not be a member of the Company but must attend the meeting in person to represent you.
- Any alteration made in this form of proxy must be initialled by the person who signs it.