



# HUA XIA HEALTHCARE HOLDINGS LIMITED

華夏醫療集團有限公司\*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8143)

## Revised Form of Proxy for Annual General Meeting

Revised form of proxy for use by shareholders at the annual general meeting (the "AGM") to be convened at 19/F., New Wing, 101 King's Road, Hong Kong on Friday, 10 August 2018 at 3:30 p.m. and at any adjournment thereof

I/We <sup>(Note 1)</sup> \_\_\_\_\_ of \_\_\_\_\_ being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ ordinary shares of HK\$0.01 each in the capital of Hua Xia Healthcare Holdings Limited (the "Company"), hereby appoint the Chairman of the AGM or \_\_\_\_\_ to act as my/our proxy <sup>(Note 3)</sup> to attend and act for me/us and on my/our behalf at the AGM of the Company to be held at 19/F., New Wing, 101 King's Road, Hong Kong on Friday, 10 August 2018 at 3:30 p.m. and at any adjournment thereof for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice dated 11 July 2018 and the supplemental notice dated 25 July 2018 (collectively, the "Notices of AGM"), in respect of the resolutions as indicated below or, if no such indication is given to vote or abstain from voting, as my/our proxy thinks fit. Please tick ("✓") in the appropriate box to indicate how you wish your vote(s) to be cast on a poll.

Capitalised terms used herein shall have the same meaning as those stated in the Notices of AGM.

	Ordinary Resolutions	For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
1.	To receive and consider the audited financial statements and reports of the directors (the "Directors") and auditors of the Company for the year ended 31 March 2018.		
2.	(A) To re-elect Mr. Ng Chi Lung as an executive Director.		
	(B) To re-elect Mr. Zheng Gang as an executive Director.		
	(C) To re-elect Mr. Chan Chi Ming, Tony as an executive Director.		
	(D) To re-elect Dr. Lam Huen Sum as an independent non-executive Director.		
	(E) To re-elect Mr. Liu Chenli as an independent non-executive Director.		
3.	To authorise the board of Directors ("Board") to fix the remuneration of the Directors.		
4.	To appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and to authorise the Board of Directors to fix their remuneration.		
5.	To give a general mandate to the Board to allot and issue new shares of the Company (the "Shares").		
6.	To give a general mandate to the Board to repurchase Shares.		
7.	To extend the general mandate granted to the Directors to allot and issue new Shares by the addition of the number of Shares repurchased by the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2018

Signature<sup>s</sup>: \_\_\_\_\_

### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITAL LETTERS**. The name of all joint registered holders should be stated.
- Please insert the number of ordinary shares to which this form of proxy relates in the space provided. 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 ordinary shares registered in your name (whether alone or jointly with others).
- A proxy need not be a member of the Company. If you wish to appoint a person other than the Chairman of the AGM as your proxy, please delete the words "the Chairman of the AGM or" and insert the name and address of the person appointed as your proxy in **BLOCK CAPITAL LETTERS** in the space provided. **Any alteration made to this form of proxy must be initialed by the person who signs it. If a proxy is attending the AGM on your behalf, such proxy shall produce his/her own identity paper.**
- IMPORTANT: If you wish to vote for the resolutions set out above, please tick ("✓") in the box marked "For". If you wish to vote against the resolutions, please tick ("✓") in the box marked "Against". If no indication is given, the proxy will vote or abstain at his/her discretion. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution properly put to the AGM other than that referred to in the notice of the AGM.**
- Corporations must execute this form of proxy under common seal or by an attorney or a duly authorised officer. If a legal representative is appointed to attend the AGM, such legal representative shall produce his/her own identity paper and a certified true copy of the resolution of the board of directors or other governing body of the corporation appointing the legal representative.
- In order to be valid, this form of proxy together with any power of attorney or other authority under which it is signed or a certified copy of such power of attorney or authority, must be lodged with the Company's branch share registrar and transfer office in Hong Kong (the "Company's Branch Share Registrar"), Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong by not less than 48 hours before the time appointed for the holding of the AGM (i.e. no later than 3:30 p.m. on Wednesday, 8 August 2018 (Hong Kong time)) or any adjournment thereof (the "**Latest Time for Proxy Submission**").
- If you have not yet lodged the proxy form enclosed in the notice of AGM dated 11 July 2018 (the "**Initial Proxy Form**") with the Company's Branch Share Registrar, you are requested to lodge this revised proxy form if you wish to appoint one or more proxies to attend and vote at the AGM on your behalf. In this case, the Initial Proxy Form should not be lodged with the Company's Branch Share Registrar.
- If you have already lodged the Initial Proxy Form with the Company's Branch Share Registrar, please note that:
  - if no revised proxy form is lodged with the Company's Branch Share Registrar before the Latest Time for Proxy Submission, the Initial Proxy Form will be treated as a valid proxy form lodged by you if correctly completed. The proxy so appointed by you shall be required to vote in such manner as he/she may be directed under the Initial Proxy Form, and in respect of the resolution for the proposed resolution 2 as set out in the supplemental notice of AGM, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution; or
  - if this revised proxy form is lodged with the Company's Branch Share Registrar before the Latest Time for Proxy Submission, this revised proxy form will revoke and supersede the Initial Proxy Form previously lodged by you. This revised proxy form will be treated as a valid proxy form lodged by you if correctly completed; or
  - if this revised proxy form is lodged with the Company's Branch Share Registrar after the Latest Time for Proxy Submission, this revised proxy form will be deemed invalid. The Initial Proxy Form will be treated as a valid proxy form lodged by you if correctly completed. The proxy so appointed by you shall be required to vote in such manner as he/she may be directed under the Initial Proxy Form, and in respect of the proposed resolution 2 as set out in the supplemental notice of the AGM, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution. Accordingly, you are advised not to lodge this revised proxy form after the Latest Time for Proxy Submission. If you wish to vote at the AGM, you will have to attend in person and vote at the AGM yourself.
- Completion and return of this form of proxy shall 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 holders, the vote of the senior who tenders a vote, whether present in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s), 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.

### PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the AGM of the Company (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing to the Company or Tricor Tengis Limited at the above address for the attention of Privacy Compliance Officer.

\* For identification purpose only