

# MINGYUAN MEDICARE DEVELOPMENT COMPANY LIMITED

## 銘源醫療發展有限公司\*

(incorporated in Bermuda with limited liability)

(Stock Code: 0233)

Revised form of proxy for use at Annual General Meeting  
To be held on 20 May 2016 or any adjournment thereof

I/We (Note 1) \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ shares (Note 2) of HK\$0.05 each in the share capital of the above-named Company (the "Company"), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** (Note 3) or \_\_\_\_\_  
of \_\_\_\_\_  
and/or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend at the Annual General Meeting of the Company (the "Meeting") to be held at the Lily Room, Best Western Plus Hotel, 308 Des Voeux Road West, Hong Kong on Friday, 20 May 2016 at 10:00 a.m. and at any adjournment thereof for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the said Meeting and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolution as indicated below (Note 4).

RESOLUTIONS		FOR	AGAINST
1(A).	(a) To re-elect Mr. Yao Yuan as executive director;		
	(b) To re-elect Mr. Kot Wang as executive director;		
	(c) To re-elect Mr. Yu Ti Jun as non-executive director;		
	(d) To re-elect Mr. Chui Man Lung, Everett, as independent non-executive director;		
	(e) To re-elect Mr. Yao Liang as independent non-executive director; and		
	(f) To re-elect Mr. Yang Chun Bao as independent non-executive director.		
(B).	To elect Mr. Li Xiao Dong as independent non-executive director		
2.	(a) With immediate effect, Mr. Yao Yuan be removed as executive director;		
	(b) With immediate effect, the retirement of Mr. Kot Wang as executive director be confirmed and that he shall cease to be a director;		
	(c) With immediate effect, Mr. Yu Ti Jun be removed as non-executive director;		
	(d) With immediate effect, the retirement of Mr. Chui Man Lung, Everett, as independent non-executive director be confirmed and that he shall cease to be a director;		
	(e) With immediate effect, the retirement of Mr. Yao Liang as independent non-executive director be confirmed and that he shall cease to be a director; and		
	(f) With immediate effect, the retirement of Mr. Yang Chun Bao as independent non-executive director be confirmed and that he shall cease to be a director.		
3.	(a) To elect Mr. Lam Ping Cheung as executive director with effect from 18 August 2015;		
	(b) With immediate effect, to elect Mr. Lam Ping Cheung as executive director;		
	(c) With immediate effect, to elect Mr. David Hui Yip Wing as executive director;		
	(d) With immediate effect, to elect Mr. Lam Suk Ping as independent non-executive director;		
	(e) With immediate effect, to elect Ms. Hui Wai Man Shirley, as independent non-executive director;		
	(f) With immediate effect, to elect Ms. Chan Mee Sze as independent non-executive director;		
	(g) With immediate effect, to elect Mr. Wong Anthony Chi Ho as independent non-executive director; and		
	(h) With immediate effect, to elect Ms. Lam Yan Fong Flora as non-executive director.		
4.	To approve (i) remuneration for executive director be HK\$30,000 per month; and (ii) remuneration for non-executive director and independent non-executive director be HK\$10,000 per month.		
5.	To appoint Crowe Horwath (HK) CPA Limited as auditors of the Company for the ensuring year and authorize the Directors to fix their remuneration.		
6.	To give a general mandate to the Directors to issue, allot and deal with additional shares not exceeding 20% of the issued share capital of the Company at the date of passing this resolution.		
7.	To give a general mandate to the Directors to repurchase shares not exceeding 10% of the total nominal amount of the issued share capital of the Company at the date of passing this resolution.		
8.	To extend the general mandate granted to the Directors to issue shares by adding the number of shares repurchased by the Company pursuant to the passing of the Resolution 7.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2016 Signature (Note 5) \_\_\_\_\_

**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 of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out "THE CHAIRMAN OF THE MEETING" here inserted and insert the name and address of the proxy desired in the space provided. A member of the Company who is the holder of two or more shares may appoint more than one proxy to attend and vote on his behalf at the Meeting provided if more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS PROXY. ANY ALTERNATION MADE TO THIS FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "AGAINST".** Failure to complete any or all of the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the Meeting.
- 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 executed under its common seal or under the hand of an officer, attorney or other person authorised to sign the same.
- On a show of hands every member of the Company present in person or by proxy or being a corporation, is present by its duly authorised representative, shall have one vote and on a poll every member of the Company present in person or by proxy or, in the case of a member of the Company being a corporation, by its duly authorised representative, shall have one vote for every fully paid share for which he is the holder.
- In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members.
- To be valid, this form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

\* For identification purpose only