



# Tong Ren Tang Technologies Co., Ltd.

## 北京同仁堂科技发展股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 8069)

### FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, 25 JUNE 2009 AT NO. 52 DONG XING LONG STREET, CHONG WEN DISTRICT, BEIJING, THE PRC (OR ANY ADJOURNMENT THEREOF)

I/We<sup>1</sup> \_\_\_\_\_ of \_\_\_\_\_ being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ domestic shares/H shares<sup>3</sup> of RMB1.00 each in the capital of Tong Ren Tang Technologies Co. Ltd. (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING<sup>4</sup>, or \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to attend and act for me/us and on my/our behalf at the annual general meeting (the "Meeting") of the Company to be held at No. 52 Dong Xing Long Street, Chong Wen District, Beijing, the PRC on Thursday, 25 June 2009 at 9:30 a.m. (or at any adjournment thereof) for the purposes of considering and, if thought fit, passing the resolutions (with or without amendments) as set out in the notice convening the Meeting and at the Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the Meeting other than that referred to in this notice in such manner as he/she thinks fit.

	ORDINARY RESOLUTIONS <sup>5</sup>	For <sup>6</sup>	Against <sup>6</sup>
1.	To approve the audited consolidated financial statements of the Company and the Report of the Directors and the Auditors for the year ended 31 December 2008;		
2.	To approve the Report of the Supervisory Committee for the year ended 31 December 2008;		
3.	To approve the profit distribution proposal of the Company for the year ended 31 December 2008;		
4.	To approve the re-election of Mr. Mei Qun as an executive director for a term to the end of the fourth session of the Board;		
5.	To approve the re-election of Ms. Ding Yong Ling as an executive director for a term to the end of the fourth session of the Board;		
6.	To approve the re-election of Mr. Yin Shun Hai as an executive director for a term to the end of the fourth session of the Board;		
7.	To approve the election of Mr. Wang Yu Wei as an executive director for a term to the end of the fourth session of the Board;		
8.	To approve the election of Ms. Fang Jia Zhi as an executive director for a term to the end of the fourth session of the Board;		
9.	To approve the election of Mr. Zhang Huan Ping as an executive director for a term to the end of the fourth session of the Board;		
10.	To approve the re-election of Miss. Tam Wai Chu, Maria as an independent non-executive director for a term to the end of the fourth session of the Board;		
11.	To approve the re-election of Mr. Ting Leung Huel, Stephen as an independent non-executive director for a term to the end of the fourth session of the Board;		
12.	To approve the re-election of Mr. Jin Shi Yuan as an independent non-executive director for a term to the end of the fourth session of the Board;		
13.	To approve the re-election of Mr. Zhang Xi Jie as a supervisor for a term to the end of the fourth session of Supervisory committee;		
14.	To approve the re-election of Mr. Wu Yi Gang as a supervisor for a term to the end of the fourth session of Supervisory committee;		
15.	To authorize the board of directors of the Company to fix the remuneration of Directors and Supervisors		
16.	To re-appoint PricewaterhouseCoopers as the auditors of the Company for the year ending 31 December 2009 and to authorize the board of directors of the Company to fix their remuneration;		
	<b>SPECIAL RESOLUTION<sup>5</sup></b>		
17.	To approve the amendments of Articles of Association.		

Signature<sup>7</sup>: \_\_\_\_\_

Date: \_\_\_\_\_

Notes:

- Full name(s) and address(es) must be inserted in BLOCK CAPITALS. The names of all joint registered holders should be stated.
- Please insert the number of domestic shares or H shares to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares registered in your name(s).
- Please delete as appropriate.
- If any proxy other than the Chairman of the Meeting is preferred, strike out "the Chairman of the Meeting" and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT. A member entitled to attend and vote at the Meeting is entitled to appoint more than one proxy to attend and, on a poll, vote in his stead.
- Special Resolution shall be passed by an affirmative vote of more than two-thirds of the Company's total voting shares held by the shareholders who are present at the same Meeting (including proxies). Ordinary Resolution shall be passed by an affirmative vote of more than one-half of the Company's total voting shares held by the shareholders who are present at the same Meeting (including proxies).
- If you wish to vote for any resolution, please tick ("✓") in the box marked "For." If you wish to vote against any resolution, please tick ("✓") in the box marked "Against.". If you wish the appointed proxy to vote on behalf of only a portion of the shares, please indicate the correct number of shares in the relevant column instead of inserting a tick ("✓"). If no tick ("✓") is inserted in the column or no correct number of shares to be voted on behalf of is indicated, the proxy may vote or abstain from voting at his/her discretion. Your proxy will also be entitled to vote at his/her 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 under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- In order to be valid, this form of proxy together with the notarially certified power of attorney (if any) or other authority (if any) under which it is signed, must be lodged with the H share registrar of the Company in Hong Kong, Hong Kong Registrars Limited at shops 1806-1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong and in case of holders of domestic shares, to the Company's mailing address at No.20 Nanshanuan Zhonglu, Fengtai District, Beijing, the PRC, as soon as possible but in any event not less than 24 hours before the time appointed for the holding of the Meeting or any adjournment thereof.
- In the case of joint registered holders of any shares in the Company, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such shares as if he/she was solely entitled thereto; but if more than one of such joint registered holders be present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such shares shall be accepted to the exclusion of the votes of the other joint registered holders.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and return of this form will not preclude you from attending and voting at the Meeting if you so wish. If you attend and vote at the Meeting, the authority of your proxy will be deemed to be revoked.