



New Ray Medicine

新銳醫藥

New Ray Medicine International Holding Limited

新銳醫藥國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8180)

FORM OF PROXY

Form of proxy for use by shareholders of New Ray Medicine International Holding Limited (the "Company") at the special general meeting (the "Meeting") of the Company to be held at 1/F, Town Health Technology Centre, 10-12 Yuen Shun Circuit, Siu Lek Yuen, Shatin, Hong Kong on Friday, 13 February 2015 at 9:00 a.m. (and immediately after the conclusion of the special general meeting of the Company convened to be held at 9:00 a.m. on the same day or the adjourned meeting thereof for approving the refreshment of the general mandate of the Company and the increase in authorised share capital of the Company) and any adjournment thereof.

I/We ^(note a) _____
of _____
being the registered holder(s) of _____ ^(note b) shares of HK\$0.01 each ("Shares") in the share capital of the Company hereby appoint ^(note c) the Chairman of the Meeting, or _____
of _____
to act as my/our proxy ^(note c) at the Meeting and at any adjournment thereof and to vote on my/our behalf as directed below.

My/Our vote(s) to be cast on a poll is/are as follows: (Please tick ("✓") the appropriate boxes ^(note d))

ORDINARY RESOLUTION	FOR	AGAINST
To approve the JV Agreement (as defined and described in the circular of the Company dated 27 January 2015) and to authorise any one director of the Company to do all such acts and things and execute all documents or make such arrangements as he/she may consider necessary or expedient for the purposes of giving effect to or in connection with the JV Agreement.		

Dated this _____ day of _____, 2015

Shareholder's signature: _____ ^(notes e, f, g, h and i)

Notes:

- Full name(s) and address(es) are 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 proxy need not be a member of the Company but must attend the Meeting in person to represent you. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the Meeting or" and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for the resolution set out above, please tick ("✓") the box marked "For". If you wish to vote against the resolution set out above, please tick ("✓") the box marked "Against". If this form returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his discretion in respect of that resolution. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than that set out in the notice convening the Meeting.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised.
- 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 of such power or authority must be deposited at the offices of the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned Meeting.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and return of this form will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish. In that event, the form of proxy will be deemed to be revoked.