



BEIJING TONG REN TANG CHINESE MEDICINE COMPANY LIMITED

北京同仁堂國藥有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 8138)

PROXY FORM FOR ANNUAL GENERAL MEETING TO BE HELD ON 6 MAY 2016

I/We, being the registered holder(s) of Beijing Tong Ren Tang Chinese Medicine Company Limited (the “Company”), hereby appoint the proxy ^(Note 1) as specified below or failing him/her, **THE CHAIRMAN OF THE MEETING** ^(Note 1) to attend and vote for me/us and on my/our behalf at the annual general meeting (the “Meeting”) of the Company to be held at 3 Dai King Street, Tai Po Industrial Estate, New Territories, Hong Kong on 6 May 2016 at 10:30 a.m. and at any adjournment thereof in respect of the resolutions as indicated below, or if no such indication is given, as my/our proxy thinks fit.

Registered Holder(s) (Complete in ENGLISH BLOCK CAPITALS. The names of all joint holders should be stated.)		
Registered Name		
Registered Address		
Certificate No. ^(Note 7)	Signature ^(Note 3)	
Date		

Proxy ^(Note 1) (Complete in ENGLISH BLOCK CAPITALS)		
Full Name		No. of Shares ^(Note 2)
Full Address		

ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive and adopt the audited consolidated financial statements, the report of the directors of the Company (the “ Directors ”) and the report of the auditor of the Company for the year ended 31 December 2015.		
2. (A)	To re-elect Ms. Ding Yong Ling as an executive Director.		
2. (B)	To re-elect Ms. Lin Man as an executive Director.		
2. (C)	To re-elect Ms. Leung, Oi Sie Elsie as an independent non-executive Director.		
2. (D)	To authorise the board of directors of the Company (the “ Board ”) to fix the Directors’ remuneration.		
3.	To consider and approve the proposed payment of a final dividend of 13 HK cents per share for the year ended 31 December 2015.		
4.	To consider and approve the re-appointment of PricewaterhouseCoopers as the auditor of the Company and to authorise the Board to fix the auditor’s remuneration.		
5. (A)	To grant a general mandate to the Directors to issue additional shares of the Company.		
5. (B)	To grant a general mandate to the Directors to purchase shares of the Company.		
5. (C)	Conditional upon resolutions 5(A) and 5(B) being passed, to extend the general mandate to the Directors to issue and allot additional shares of the Company by adding the number of shares repurchased by the Company under the mandate referred to in resolution 5(B) above.		

Notes:

- If any proxy other than the chairman of the Meeting is preferred, please insert the full name and address of the proxy desired in the space provided. A holder entitled to attend and vote at the Meeting of the Company is entitled to appoint one or more proxies to attend and vote on his/her behalf. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.** The proxy needs not be a member of the Company, but must attend the Meeting (or any adjournment thereof) to represent you.
- Please insert the number of shares registered in the name of the holder(s) for this proxy. If no number is inserted, this proxy form will be deemed to relate to all the shares registered in the name of the holder(s).
- This proxy form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of (a) person(s) authorised to sign on its behalf. In the case of joint shareholders, any one shareholder may sign this proxy form. The vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint shareholding.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “AGAINST”.** Failure to tick either box in respect of a resolution will entitle your proxy to cast your vote in respect of that resolution at his/her discretion or to abstain. **Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.**
- In order to be valid, a proxy form and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, must be deposited at the share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding the Meeting or any adjournment thereof.
- Completion and delivery of this proxy form will not preclude you from attending and voting at the Meeting if you so wish.
- Please provide one certificate number, if possible, to facilitate processing.
- For the avoidance of doubt, we do not accept any special instructions written on this proxy form.