



山東羅欣藥業集團股份有限公司
SHANDONG LUOXIN PHARMACEUTICAL GROUP STOCK CO., LTD.*
(a joint stock limited company established in the People's Republic of China with limited liability)
(Stock code: 8058)

Extraordinary General Meeting Form of Proxy

Form of proxy for the Extraordinary General Meeting (the “**Meeting**”) of Shandong Luoxin Pharmaceutical Group Stock Co., Ltd.* (the “**Company**”) to be held at Conference Room, Level 3, Administrative Centre, Luoqi Road, Linyi High and New Technology Industries Development Zone, Shandong Province, the People's Republic of China on Monday, 29 May 2017 at 10:30 a.m. (or immediately after the conclusion or adjournment of the annual general meeting of the Company which will be held at the same place and on the same date).

I/We, ^(Note 1) _____
of _____
being the holder(s) of ^(Note 2) _____ H shares (the “**H Shares**”)/domestic shares (the “**Domestic Shares**”) of RMB0.10 each in the registered share capital of the Company, HEREBY APPOINT ^(Note 3) _____
of _____
or ^(Note 4) failing him, the Chairman of the Meeting as my/our proxy(ies) in respect of ^(Note 5) _____
H Shares/Domestic Shares in the registered share capital of the Company held by me/us to attend and vote for me/us and on my/our behalf at the Meeting (and at any adjournment thereof), for the purpose of considering and, if thought fit, passing the resolution set out in the notice convening the 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 hereunder indicated.

AS SPECIAL RESOLUTION		FOR ^(Note 6)	AGAINST ^(Note 6)	ABSTAIN ^(Note 6)
1.	To consider and, if thought fit, to approve: “ That: (a) the proposed withdrawal of listing of the H shares of the Company from The Stock Exchange of Hong Kong Limited; and (b) any director of the Company be and is hereby authorised to take such other action and execute such documents or deeds as he may consider necessary or desirable for the purpose of implementing the proposed withdrawal.”			

Date: _____ 2017

Signature(s): _____

Name(s) of shareholder(s): _____

* For identification purpose only

Notes:

- (1) Full name(s) and address(es) to be inserted in **BLOCK CAPITALS. Only one of the joint holders of a share needs to sign (but see note 8&9 below).**
- (2) Please insert the number of all the Domestic Shares or H Shares in the Company registered in your name(s).
- (3) A member entitled to attend and vote at the Meeting is entitled to appoint in writing one or more proxies to attend and vote on his behalf. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- (4) If any proxy other than the Chairman is preferred, please 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.**
- (5) Please indicate clearly the number of the Domestic Shares or H Shares in the Company registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy is deemed to be appointed in respect of all the Domestic Shares or H Shares in the Company registered in your name(s).
- (6) **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK IN THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK IN THE APPROPRIATE BOX MARKED “AGAINST”. IF YOU WISH TO ABSTAIN FROM VOTING ON A RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED “ABSTAIN”.** Any abstained vote or waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of that resolution. If you wish to vote only part of the number of the Domestic Shares or H Shares in respect of which the proxy is so appointed, please state the exact number of the Domestic Shares or H Shares in lieu of a tick in the relevant box. Failure to tick or state the exact number of the Domestic Shares or H Shares in any box will entitle your proxy to cast his votes at his discretion.
- (7) To be valid, this form of proxy and, if such proxy form is signed by a person under a power of attorney or other authority on your behalf, a notarially certified copy of such power of attorney or other authority, must be deposited at the registrar of the H Shares in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (in respect of holders of H Shares) and the Company’s registered office at Luoqi Road, Linyi High and New Technology Industries Development Zone, Shandong Province, the People’s Republic of China (in respect of holders of the Domestic Shares) not less than 24 hours before the time for holding the Meeting or any adjournment thereof or 24 hours before the time appointed for taking the poll.
- (8) Where there are joint holders of any Domestic Shares or H Shares of the Company, any one of such persons may vote at the Meeting either personally, or by proxy, in respect of such Domestic Shares or H Shares of the Company as if he was solely entitled thereto, and if more than one of such joint holders shall be present at the Meeting personally or by proxy then one of the said persons so present whose name stands first on the register of members of the Company shall alone be entitled to vote.
- (9) This form of proxy must be signed by you or your attorney duly authorised in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer, attorney or other person duly authorized. In case of joint holders, any one of such joint holders may sign the form of proxy.
- (10) Completion and deposit 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 revoked.
- (11) If any proxy other than the Chairman is appointed to attend the meeting, such proxy(ies) shall produce his/their personal identification documents when attending the meeting.
- (12) The description of the resolution is by way of summary only. Please refer to the notice of the EGM dated 11 April 2017 for full text of the resolution.