



CRMI
中國再生醫學

China Regenerative Medicine International Limited
中國再生醫學國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8158)

**Form of Proxy for use at the extraordinary general meeting of the Company to be held on
Monday, 4 September 2023 at 11:00 a.m. (or any adjournment thereof)**

I/We¹, _____
of² _____
being the registered holder(s) of³ _____ shares of HK\$0.20 each in the capital of China
Regenerative Medicine International Limited (the “Company”) hereby appoint⁴ _____
of _____
or failing him/her, the chairman of the Meeting, as my/our proxy to vote for me/us and on my/our behalf at the extraordinary general meeting
of the Company (the “Meeting”) to be held at Suite 2310-2318, Miramar Tower, 132 Nathan Road, Tsim Sha Tsui, Kowloon, Hong Kong on
Monday, 4 September 2023 at 11:00 a.m., and at any adjournment thereof for the purpose of considering and, if thought fit, passing the
resolutions as set out in the notice convening the Meeting dated 18 August 2023 (the “EGM Notice”) as indicated below or if no such
indication is given, as my/our proxy thinks fit and in respect of any other business that may properly come before the Meeting and/or at any
adjournment thereof:

ORDINARY RESOLUTION*		For ⁵	Against ⁵
1.	To approve the Share Consolidation and the transactions contemplated thereunder as set out in the EGM Notice.		
SPECIAL RESOLUTION*		For ⁵	Against ⁵
2.	To approve the Capital Reduction, Share Sub-division and the transactions contemplated thereunder as set out in the EGM Notice.		
ORDINARY RESOLUTION*		For ⁵	Against ⁵
3.	To approve the Subscription Agreement, the allotment and issue of the Subscription Shares and the grant of the Specific Mandate for the allotment and issue of the Subscription Shares, and to authorise any one or more Directors to do all things necessary for the implementation of the aforesaid.		

* Full texts of the resolutions are set out in the EGM Notice

Signature(s)⁶ _____ Dated this _____ day of _____ 2023

Notes:

- Please insert your name(s) in full in **BLOCK CAPITALS**. The name of all joint holders should be stated.
- Please insert your address 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).
- Please insert the full name(s) and address(es) of the proxy desired. If any proxy other than the Chairman of the Meeting is preferred, delete the words “or failing him/her, the chairman of the Meeting”. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION, IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete 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 EGM Notice.
- This proxy form 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 or attorney 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 notarially certified copy of such power or authority, must be deposited at the Company’s Hong Kong branch share registrar, Union Registrars Limited at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Any alternations made in this form should be initiated by the person who signs it.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company’s branch share registrar in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong.