# Hong Kong Public Offering – White Form 香港公開發售 – 白色申請表格

Please use this form if you want the Hong Kong Offer Shares to be issued in your name 如 閣下欲以本身的名義登記將獲發行的香港發售股份,請用本表格

NOTE: Unless defined herein, terms and expressions used in this Application Form have the same meanings as defined in the prospectus of Shanghai Pharmaceuticals Holding Co., Ltd. (the "Company") dated May 6, 2011

(the "Prospectus"); **附註**: 除本申請表格所界定者外,本申請表格所用的詞語及措辭與上海醫藥集團股份有限公司(「本公司」) 於2011年5月6日刊發的招股說明書(「招股說明書」) 所界定者具有相同涵義。

Staple your payment here

> 請將股款 緊釘在此

定者外,本申請表格所用的詞諺及指辭與上海醫藥集團股份有限公司(「本公司)於2011年5月6日刊發的招股說明書)所界定者具有相同涵義。
Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this Application Form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of this Application Form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of this Application Form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of this Application Form, make no representation in this Application Form, she Prospectus and the other documents specified in the paragraph headed "Documents Delivered to the Register of Companies" in "Appendix XI – Documents Delivered to the Registrar of Companies in Hong Kong sa required by Section 342c of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission (the "SFC") and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.

\*\*A 中海美格的黃色的黃色人類色更多,在中海大多性的黄色、沙麦色、海绵等等,在中海大多性的黄色、



# 上海醫藥集團股份有限公 Shanghai Pharmaceuticals Holding Co., Ltd. (A joint stock company incorporated in the People's Republic of China with limited liability) (於中華人民共和國註冊成立的股份有限公司)

### **GLOBAL OFFERING**

Number of Offer Shares under the Global Offering

Number of Hong Kong Offer Shares Number of International Offer Shares

664,214,000.H Shares (subject to the Over-Allatment Option)
33,210,800 H Shares (subject to adjustment)
631,003,200 H Shares (subject to adjustment)
631,003,200 H Shares (subject to adjustment and the Over-Allotment Option)
HK\$26.00 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.003%
and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund on final pricing) **Maximum Offer Price** 

**Nominal Value** 

RMB1.00 per H Share

Stock Code 02607

# 全球發

全球發售的發售股份數目 香港發售股份數目

64,214,000股H股(視乎超額配售權而定) 3,210,800股H股(可予調整) 37,003,200<u>B</u>H股(可予調整及視乎超額配售權而定) 57,003,200<u>B</u>H股(可予調整及視乎超額配售權而定) 5股發售股份26.00港元,另加1%經紀佣金、0.003%證監會交易徵費及 0.005%香港聯交所交易費(須於申請時以港元繳足,多收款項於最終定價後可予退還) 股H股人民幣1.00元

股份代號 02607

# Application Form 申請表格

Applications will be accepted until 12:00 noon on Thursday, May You must read the conditions and instructions attached to this Appli To be valid, you must complete all applicable parts of this Applicat ation For Please write clearly in ink

hanghai Pharmaceuticals Holding Co., Ltd. ioldman Sachs (Asia) L.L.C. ieutsche Bank AG, Hong Kong Branch redit Suisse (Hong Kong) Limited he Hong Kong Underwriters

ject to the Articles of Association, ent in full for the Hong Kong Offer Shares applied for ock Exchange trading fee; d agree to accept the Hong Kong Offer Shares applie this is the polly application made and the only app

### Signed by (all) applicant(s) (all joint applicants must sign): 由(所有)申請人簽署(所有聯名申請人均須簽署)

Date: 日期:			/	
	Dβ	M 月	<b>Y</b> 年	

- - rejected. You may be prosecuted if you make a false declaration

For identification purposes only

- 截止接受申請時間為 2011年5月12日(星期四)中午十二時正。 閣下須細閱本申請表格所附載的條件及指示。 本申請表格各適用部分必須全部以墨水筆清楚填妥,方為有效。

- 教們:
  按照相談視明數及中期表格的條放及條件,並依據章程規定,申講認購以下數目的希證養售股份:
  機附申請答結將作股份所看全數該項(包括1%就起相念。0,003%認監會交易徵費及0,005% 香港聯交所交易費);

  寿諾及周蘭法與本人,使用根據本申請所申請認輔的香港發售股份,或獲於此的任何較少數目的香港發售股份;

  寿瑞及周蘭法與本人,使用根據本申請所申請認輔的香港發售股份,或獲於此的任何較少數目的香港發售股份;

  東州是元原即前消以本人,使用成本人,在例成本人,在例成本中面的大品交流以自愈數數值申請表体。或透過中少結算系統向香港結算及

  或形據日表。中巴縣在一級中級市人,使用成本人,使用或本人,也可以表示自愈直接收收取或规则形成的成立,使用的表 素据及權謀本人,找們及本人,從門為其角性出認時申請的人士亦非由語,表與或表示有意意就或收取或规則形成分配。包括有條件 及一或資定),亦不會申請,發換或表示有意思購觸聚發的任何網接發時股份或以其他方之與網際發售。 成本是一個一級市場。被減及表示有意思購觸聚發的任何網接發時股份或以其他方之與網際發售。 有效保証。

- 明白 於公司及聯席全球協圖人將倚賴本聲明及陳述 以決定是否就本申請分配任何香港發售股份,倘若本人一為零件出崖假單明,則或長樓 數公司等本人,沒們的往公司,是公司股東公司與一、並記為任何將分配予本人,我們的香港發售股份的持有人,並往在行本中請表榜所完整的任何與股份,與公司將本人,沒們的產業發售股份的持有人,並往在行本中請表榜的光數是以前的成立。 我因做做出本人。「使用完備」他本人,「我們是申請」1,000,0000歲以上的均便。並於本申請表榜上表明後按本申請表榜及招收原明書所延 要其他與故主及以本人。「使用完備」他本人,「我們是申請」1,000,0000歲以上的均便。並於本申請表榜上表明後按本申請表榜及招收原明書所延 要其任何報志及以本人。「使用國權」中國人人本中國主義的大學,並仍屬東之其的東。這即悉相說說明書所被的香港公開發用限 已細觀本申請表榜及招收原明房所報的接款,條件及申請提及一款同人與主義的表別。自知悉相說說明書所被的香港公開發用限制 闡明、発體及集構本人,各等及本人,并等為其利益申請用股份人上提出之申請,文付任何申請取款,爰分配或認得任何香港發用股份, 不受香港或其他的。周阳是往時的說明,且本人,沒有用的任何人表外人,沒有自我和我可能可能可能 是一起,是一起,是一起,是一起,是一起,是一起,就是一起,就是一起,我们是一起,我们是一起一起,我们是一起一起,就是一起一起,我们是一起一起,我们是一起一起,我们是一起一起,我们是一起一起,就是一起一起一起,我们是一起,我们是一起,我们是一起一起,我们是一起,我们就是一起,我们是一起,我们是一起,我们是一起,我们就是一起,我们就是一起,我们是一起,我们就是一起,我们就是一起,我们就是一起,我们就是一起,我们就是一起,我们就是一起,我们就是一起,我们就可以是一起,我们就可以是一起,我们就是我们就是一起,我们就可以我们就是一起,我们就可以我们就是一起,我们就是我们就是一起,我们就是我们就是一起,我们就是一起,我们就是我们就是一起

For Broker use 此欄供經紀填寫 Lodged by 申請由以下經紀遞交						
Broker No. 經紀號碼						
Broker's Chop 經紀印章						

- 關下務必細閱背頁所載條款及條件以及申請程序。 關下必須觀章簽署本申請表格,不得以個人印章代告,否則申請會禮拒絕受理。 本申請表格內所有顧用空格均必須填妥。否則申請會禮拒絕受理。 關下必須以英文填妥本申請表格(除弃身有推明)。當即申請會禮拒絕受理。 關下必須以英文填妥本申請表格(除弃身有推明)。當即申請會禮拒絕受理。 關下必須以英文填妥本申請表格(除弃身有推明)。當即申請會禮拒絕受理。 穩限以自色或養色申請表格(除弃身有推明)。當即申請會禮拒絕受理 穩限以自免或養色申請表格(於其功之查益人身份作出一次認畴申請。以自色及一或養色申認表格及/或透過中央 東建或疑屬重複申請。由一名申請从以自色或黃色申請表格或透過中央結算系統向常能結算及/或能推自表自PB (www.eipo.com.kh)向排在自人表目PD服務的機能商數報 電子經濟原發出電子經 定被或疑屬重複申請。由一名申請从以自色或黃色申請表格或透過中央結算系統向常能結算及/或能推自表自PB (www.eipo.com.kh)向排在自人表目PD服務所機商數報程。任為自PD服務保護報道任6点分。400股係結婚性自表自PB服務使商數程數有數理,可能的報過程,但可能可能數理的可能可能與可能認解的香港發售股份的50%)的認購申請,及支票或銀行本票於首次過戶時不獲兑現的申請, 關下如作出度假聲明,可能會被檢控。

催供譜別

Please use this form i	f you want t	he Hong Kong Offer S	hares to be issued i	n your name 如 閣下欲以本身的名義登詞	已將獲發行的香港發售股份 <sup>,</sup> 請用本表格	
Number of Hong Kong Offer Shares applied for, not to exceed 16,605,400 Hong Kong Offer Shares, being 50% of the Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering 中諸認讓善我受醫的勞員(不得超過6,605,400股香港發售股份,即香港公開發售項下初步提呈可供認購的香港發售股份的50%)				Cheque/banker's cashier order number 支票/銀行本票號碼		
Total amount of payment 付款總額		нк\$	港元	Name of bank on which cheque/banker's cashier order is drawn*支票/銀行本票的付款銀行名稱*		
Ltd. – Shanghai Pharn * 支票及銀行本票須以劃網	na Public O 泉註明「只准 letters in Er	offer". :入抬頭人賬戶」方式  iglish in ink, except a	開出,並須註明抬頭 as stated otherwise	, 頁人為「交通銀行 (代理人) 有限公司 – . Joint applicants should give the add	ank of Communications (Nominee) Co 上海醫藥公開發售」。 ress of the first-named applicant only.	
Your name (in English) 英文姓名/名稱	Family na	ame or company na	me 姓氏或公司名	稱 Forename(s) 名字		
Your name (in Chinese) 中文姓名/名稱	Family na	ame or company na	me 姓氏或公司名	稱 Forename(s) 名字		
Your occupation (in English) 職業 (以英文填寫)				Your Hong Kong identity card No./ Passport No./ Hong Kong business registration No.** (Please delete as appropriate) 閣下的香港身份證據觀,通照發碼 看港商業登記號碼。* (讀刪除不適用者)		
Name of all other joint applicants (in English) (if any) 所有其他聯名申請人的 英文姓名/名稱(如有)	(1) (2) (3)			No. of all other joint applicants**	2)	
Your address (in English) (joint applicants should give address and telephone number of the first-named applicant only) Only an address in Hong Kong will be accepted 關下的地址(以英文填寫)(聯名申請人,須填寫排名首位申請人的地址及電話號碼)只接受香港地址				Tel. no. 電話號碼		
For nominees: Please prov 由代名人遞交:請填寫各(剛				for each (joint) beneficial owner(s	).	
number(s) or identificatio如 閣下為代名人且並無填	n code(s) 1 妥本節,則是	for each (joi <mark>nt)</mark> ben 是項申請將被視作為	eficial owner mus 閣下本身利益提出	st be provided. 。必須提供各 (聯名) 實益擁有人的賬		
** (a) For individuals, you must r hold a Hong Kong identity number/ Hong Kong busin party for the accomplishm corporate) their Hong Kon 如屬個別人士, 關下必須	provide your Ho card, please press registration ent of such pure g business regis 填寫 閣下的	ng Kong identity card numbovide your passport number. number will be used for che ooses. All joint applicants mo tration numbers. 注意身份證號碼或護照號碼。	per or passport number. It. For a body corporate, placking the validity of Applust give (if they are individually III) I They are individually III III III III III III III III III	i you hold a Hong Kong identity card, please provease provide your Hong Kong business registration ication Forms and for processing the application foduals) their Hong Kong identity card numbers or, w, 請填寫養應以供	ide your Hong Kong identity card number. If you do not number. Such Hong Kong identity card number/passport I H Shares and such data would be transferred to a third here applicable, passport numbers, or (if they are bodies 如屬法人團體,請填寫香港商業登記號碼。該等香港身份 申請人必須提供(如屬個別人士)其香港身份證號碼或護照	
(b) Part of your Hong Kong id may be printed on your re passport number before e	entity card num	弥明以核酸甲請表 <b>代表含有</b> 次度埋出版的甲請,為此,該等資料將轉交子第三方以供核質之用。所有聯名甲請人必須提供(如屬僧別人士)其香港身份設態傳或護 建商業登記整備。 number/passport, number or, if you are joint applicants, part of the Hong Kong identity card number/passport number of the first-named applicant, provided by yo e (if any). Such data would also be transferred to a third party for refund purpose. Your banker may require verification of your Hong Kong identity card number (your refund cheque. Inaccurate completion of your Hong Kong identity card number/passport number may lead to delay in encashment of or may invalidate yo				
					ā 款支票(如有)上。有關資料亦會轉交予第三方作退款用 內導致延遲兑現退款支票甚至無效。 und cheque(s) (where relevant), in person from the	
Company's H Share Regithe date for dispatch/colother date as notified by the date at dispatch/colother date as notified by the date at dispatch/colother date at dispatch/colother Hong Kong Ol 凡申請1,000,000股或以(www.hkexnews.hk)/司(地址為香港灣年度有認購香港發售股份一發起	strar, Compute lection of H Sh y the Compan ection of H Sh I 香港發售股本公司網站(W 大道東183號台) 領取H股股	ershare Hong Kong Invest nare certificate(s) / e-Refur y on the website of the i are certificates/e-Refund p ispatch/Collection of H Sh 份,並擬親身於發送/《 ww.pharm-sh.com.cn》 全 各和中心17樓1712-1716室 票和退款」一節。 EL 地址標貼	or Services Limited, at snd payment instructions Hong Kong Stock Exch. payment instructures/relare Certificates and Ref	Shops 1712–1716, 17th Floor, Hopewell Centr f / refund cheque(s) (where relevant), which is ange at ( <u>www.hkexnews.hk</u> ) and the websit fund cheques, should mark 'v' in the box on t und Monies" in the Prospectus for more inform 旅指示/退款支票(如適用) 當日(預計為201 / 電子退款指示/退款支票的該等其他日期) 育	e, 183 Queen's Road East, Wanchai, Hong Kong on expected to be on Thursday, May 19, 2011, or such e of the Company at ( <u>www.pharm-sh.com.cn</u> ) as he left. Please refer to the section entitled "How to	
	s) and addre 平母填寫上表所	ss as set out above in f示姓名/名稱及地址	BLOCK letters			
Name(s) 姓名/名稱 Address 地址						
/tdatess total				For Bank use 此欄供銀行填寫	<u> </u>	



# 上海醫藥集團股份有限公司 Shanghai Pharmaceuticals Holding Co., Ltd.\*

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

# **GLOBAL OFFERING**

• a person who does not have a Hong Kong address. If you are a nominee
You may make more than one application for the Hong Kong Offer Shares if and only if you are a nominee, in which case you may make a napplication as a nominee by: (i) giving electronic application instructions to HKSCC via CCASS (if you are a CCASS Participant) or (ii) using a WHITE or YELLOW Application Form, and lodge more than one application in your own name if each application and eon behalf of different beneficial owners.

In the box on this Application Form marked "For nominees", you must include:

• an account number; or

• some other identification code for each beneficial owner, if you do not include this information, the application will be treated as being made for your own benefit. As a nominee, you are deemed to have warranted that you are duly authorised to sign this Application Form on behalf of the relevant beneficial owner and agreed to disclose personal data relating to such beneficial owner on the terms set out in section F and the section entitled "Personal Data" below. Lodge only one application for your benefit (for you and any of your join that applicant)

Multiple applications or suspected multiple applications will be rejected. Except where you are a nominee and provide the information and joint application. If you application is different particularly in the part of the application made by HKSCC Nominees Limited ("HKSCC Nominees") acting on electronic application instructions will be rejected as multiple applications if you, or you and joint applicantly together.

- ("HISSL: Nominees") acting on electronic application instructions; will be rejected as multiple applications if you that applicant operations are application (whether individually or jointly) on a WHITE or YELLOW Application Form or be electronic application instructions to HISSC via CCASS (if you are a CCASS Investor Participant) or applying the CCASS Clearing Participant or CCASS Clearing Pa
- make more used one openion instructions to HKSCC via CCASS (if you are a CCASS Investor reducement of CCASS Classing Participant or CCASS Custodian Participant) or to the designated White Form eIPO Service Provider White Common Commo

- sentation;

  the (without prejudice to any other rights which you may have) that once your application has been accepted, you may not not it because of an innocent misrepresentation and you may not revoke it other than as provided in the Prospectus; he application is made for your own benefit) warrant that the application is honly application which will be made for benefit on a WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC via CCASS the designated White Form elPO Service Provider via the White Form elPO service (www.eipo.com.hk):

  The application is made by an agent on your behalf) warrant that you have validly and irrevocably conferred on your agent considered to the provider of t
- Provider via the White Form eIPO service (www.eipo.com.nts), and trat you are our auturnoses or agent unexpensive and sat at other person's agent; undertake and confirm that you (if the application is made for your benefit) or the person(s) for whose benefit you have made the application have not applied for or taken up, or indicated an interest in or received or been placed or allocated (including conditionally and/or provisionally), and will not apply for or take up or indicate any interest in any International Offer shares under the International Offering, nor otherwise have participated or will participate in the International Offering; warrant the truth and accuracy of the information the contained in your application; agree to disclose to the Company, the H Share Registrar, the receiving banks, the Joint Sponsors, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Underwriters and their respective advisers and agents any personal data or other information which they require about you or the person(s) for whose benefit you have made this application; agree that your application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Junos Konor.

The Joint Global Coordinators for behalf of the Underwriters and with the Company's versible of an additional control of the Underwriters and with the Company's consent) may reduce and/or the indicative offer price range below that addition the Prospectus (which is HKZ27/60 to KX26/00 to Co the moving of the last day for lodging stated in the Prospectus (which is HKZ27/60 to KX26/00 to Co the moving of the last day for lodging stated in the Prospectus (which is HKZ27/60 to KX26/00 to Co the moving of the last day for lodging applications and/or the Indicative offer price range will be published on the website hange at <a href="https://www.hkamns.hc.com.com">www.hkamns.hc.com.com</a> (no later than the heat day for lodging applications under the Hong Kong Public Offering, Applicants should have regard nouncement of a reduction in the number of Offer Shares and/or the indicative offer price range may not for any reason, the Offer Price is not arrange habitusen the Company and the Island College (Internal Confidence of the Indicative Offer price range may not for any reason, the Offer Price is not arranged habituse and the Island College (Internal Confidence of the Indicative Offer price range may not for any reason, the Offer Price is not arranged habituse and the Island College (Internal Confidence of the Indicative Offer price range may not for any reason, the Offer Price is not arranged habituse and the Island Confidence of the Indicative Offer price range may not for any reason.

Iffer Shares

iffices a set out in this Application Form and in the Prospectus, the application for the Hong Kong Offer Shares sillotment of any such it Shares will be made until after the closing of the application lists. The company of the application lists to announce the Offer Price, the general level of indication of interest in the International Offering, the basis of a lot applications under the Hong Kong Public Offering on Thursday, May 19, 2011 on the website of the Hong at www.hkernws.hk and the Company's website at (www.pharmsh.com.cn). The results of allotment and ty card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public able in a manner described in the paragraph head of "Dispatch/Collection of H Share Certificates and Refund entitled "How to Apply for Hong Kong Offer Shares" in the Prospectus.

- induction of Unity Survey of Shares to you or to HKSCC Nominees, if made, will be void if the Listing Committee of the Hong totic Exchange does not grant permission to list the H Shares either: within three weeks from the closing of the application lists, or within a longer period of up to six weeks if the Listing Committee of the Hong Kong Stock Exchange notifies the Company of that longer period of up to six weeks if the closing of the application lists

# Use this Application Form if you want the allotted Hong Kong Offer Shares to be issued in your name

You made applications under the Hong Kong Public Offering as well as the International Offering Your application will be rejected if:

- application will be rejected if:
  you make multiple applications or suspected to have made multiple applications;
  the application for shares is not for one of the amounts set out in the table in this Application Form;
  you or the person for whose benefit you are applying have applied for or taken up, or indicated an interest for,
  or have been or will be placed or allotted (including conditionally and/or provisionally) Hong Kong Offer Shares
  and/or Offer shares under the International Offering, by filling in any or the WHITE or YELLON Application
  White Form eIPO Service Provider under the White Form eIPO service, you agree not to apply for or indicate
  an interest for Hong Kong Offer Shares as well as International Offer Shares under the International Offering
  Reasonable steps will be taken to identify and reject applications in the Hong Kong Public Offering from investors
  who received International Offering from investors who have received International Offering from investors who have received Hong Kong Gong Shares in the Namilian Shares In th mutest in the International Offering from investors who have received Hong Kong Public Offering from investors who have received Hong Kong Public Offering from investors who have received Hong Kong Offer Shares in the Hong Kong Public Offering from investors who have received Hong Kong Offer Shares in the Hong Kong Your Application Form is not completed in accordance with the instructions as stated in the Application Form (if your payment is not made correctly, you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonoured upon its first presentation; the Hong Kong Underwriting Agreement and/or the International Purchase Agreement documentations.

- you pay by cheque or banker's cashier order and the cheque or uninter's cashier order is distributed upon. If its presentation; the Hong Kong Undervriting Agreement and/or the International Purchase Agreement does not become unconditional; the Hong Kong Underwriting Agreement and/or the International Purchase Agreement is terminated in accordance with their respective terms; the Company or the Joint Global Coordinators believe that by accepting our application, they would violate the applicable securities or other laws, rules or regulations of the jurisdiction in which your application is completed and signed, or your application is for more than 50% of the H Shares (i.e. 16,605,400 H Shares) initially being offered for public subscription under the Hong Kong Public Offering.

Refund of your money

If you do not receive any Hong Kong Offer Shares for any of the above reasons, the Company will refund to you your application monies (including the related 1% brokerage, 0.003% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee). No interest will be paid thereon. If your application is accepted only in part, the Company will refund to you the appropriate portion of your application monies (including the related 1% brokerage, 0.003% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee) without interest. If the Offer Price as finally determined is less than the maximum offer price of HK\$26.00 per H Share paid on application, the Company will refund to you the surplus application monies together with the related 1% brokerage, 0.003% SFC transaction, the Company will refund to you the surplus application monies together with the related 1% brokerage, 0.003% SFC transaction, the Company will refund to you the surplus application monies together with the related 1% brokerage, 0.003% SFC transaction, the Company will refund to you the surplus application monies together with the related 1% brokerage, 0.003% SFC transaction, the Company will refund to you the surplus application monies together with the related 1% brokerage, 0.003% SFC transaction, the Company will refund to you the SFC transaction for the SFC transaction of the SF

Computershare Hong Kong Investor Services Limited Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

tween 9:00 a.m. and 1:00 p.m. on the date notified by the Company on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Company at (www.pharm-sh.com.cn) as the date of dispatch/collection of refund payment instructions? refund chequesyl-H Share certificates. The date of dispatch is expected to be Thursday, May 19,

-Refund payment instructions/ refund cheques/H Share certificates. The date of dispatch is expected to be Thursday, May 19, 01 points are an individual who opts for personal collection, you must not authorise any other person to make collection on our behalf. You must produce evidence of identity (which must be acceptable to Computershare Hong Kong Investor evices Limited) for collection of your refund cheque(s). If you are a corporate applicant and opt for personal collection, you ust attend by your authorised representative must produce at the time of collection, evidence of identity acceptable to omputershare Hong Kong Investor Services Limited, you do not collect your refund cheque(s) personally within the time specified for collection, it/they will be dispatched to you you do not collect your refund cheque(s) personally within the time specified for collection, it/they will be dispatched to you you do not collect your refund cheque(s) personally within the time specified for collection, it/they will be dispatched to you you do not collect your refund cheque will be sent to the address on this Application Form at your own risk.

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### Application by HKSCC Nominees

Application by HKSCL Nominees
Where this Application Form is signed by HKSCC Nominees on behalf of persons who have given electronic application
instructions to apply for the Hong Kong Offer Shares, the provisions of this Application Form which are inconsistent with
those set out in the Prospectus shall not apply and provisions in the Prospectus shall prevail. Without limiting the generality of
this paragraph, the following sections of this Application Form are inapplicable where this form is signed by HKSCC Nominees:

- all warranties on the first page, except the first warranty concerning application for Hong Kong Offer Shares on the terms and conditions of the Prospectus and this Application Form, and subject to the Articles of Association; "Warring" on the first page; "If you are a nominee"; "If you are a nominee"; "If you are a nominee"; "All representations and warranties under the section headed "Effect of completing and submitting this Application Form", except the first two regarding registration of Hong Kong Offer Shares in the applicant's name and the signing of documents to enable the applicant to be registered as the holder of the Hong Kong Offer Shares applied for, "Circumstances in which you will not be allotted Hong Kong Offer Shares"; and "Refund of your money".

Personal Data
Personal Information Collection Statement
The main provisions of the Personal Data (Privacy) Ordinance (the "Ordinance") came into effect in Hong Kong on 20 December 1996. This Personal Information Collection Statement informs the applicant for and holder of the H Shares of the policies and provisions of the Company and its H Share Registrar in relation to personal data and the Ordinance.

main provisions of the Personal Data (Privacy) Ordinance (the "Ordinance") came into effect in Hong Kong on 20 December 6. This Personal Information Collection Statement informs the applicant for and holder of the H Shares of the policies and tices of the Company and its H Share Registrar in relation to personal data and the Ordinance. The Company and its H Share Registrar in relation to personal data and the Ordinance. The Company and its H Share Registrar in relation to personal data and the Ordinance. The Company of the Company and its H Share Registrar of the Share Registrar. Failure to supply the requested data may result in your application for securities being rejected, or in delay or the inability of the Company or its H Share Registrar or effect transfers or otherwise render their services. It may also prevent or delay registration or transfers of the Hong Kong Offer Shares which you have successfully applied for and/or the dispatch of 14 Share certificate(s) and/or the dispatch of refund cheque(s) to which you are entitled. It is important that holders of securities inform the Company and the H Share Registrar immediately of any inaccuracies in the personal data supplied.

The personal data supplied.

The personal data of the applicants and the holders of securities may be used, held and/or stored (by whatever means) for the following purposes:

• processing of your application and refund cheque, where applicable, and verification of compliance with the terms and application procedures set out in this Application formy and the Prospectus and announcing results of allotments of Hong Kong Offer Shares;

• enabling compliance with all applicable laws and regulations in Hong Kong and elsewhere;

• registering new issues or transfers into or out of the names of holders of securities in including, where applicable, HKSCC Nomines;

• making compliance with all applicable laws and regulations in Hong Kong of elsewhere;

of securities will be kept confidential leving the above purposes or any of the personal data and in particular, conal data of the holders of securities

- ing banks; k HKSCC Nominees, who will use the who offer administrative, telecommunications, computer, sidiaries and/or the H Share Registrar in connection with
- g the Hong Kong Stock Exchange and the SFC); and of securities have or propose to have dealings, such as

with rights to ascertain whether the Company and/or yof that data, and to correct any data that is inaccurate. share Registrar have the right to charge a reasonable fee or access to data or correction of data or for information should be addressed to the Company at its registered n° in the Prospectus or as notified from time to time in Company Secretaries or (as the case may be) the H Share electronic application instructions to HKSCC via CCASS, you agree to

How to make your application

1. Use the table set out below to calculate how much you must pay for the number of Hong Kong Offer shares no to subscribe for Your application must be for a minimum of 100 Hong Kong Offer Shares. Applications must be of the numbers set out in the table below. No application for any other number of Hong Kong Offer Shares considered and any such application is liable to be rejected. The table also sets out the total amount payable to numbers of Hong Kong Offer Shares up to 16,605,400 Hong Kong Offer Shares. On application, you must maximum offer price of HK26.00 per H Share, plus 1% brokerage, 0.03% SFC transaction levy and 0.05% Kong Stock Exchange trading fee. The table below sets out the total amount payable for certain numbers of the Kong Offer Shares and the maximum number of Hong Kong Offer Shares you can apply for.

- Complete this Application Form and sign it. Only written signatures will be accepted.
- Complete this Application Form and sign it. Only written signatures will be accepted.

  Staple your cheque or banker's cashier order to this Application Form. You must pay for the lapplied for by one cheque or by one banker's cashier order.

  Each application must be accompanied by either one separate cheque or one separate banker's if you pay by cheque, the cheque must:

  be in Hong Kong dollars;
  be firawn on your Hong Kong dollar bank account in Hong Kong;
  show your account name. This name must either be pre-printed on the cheque, or be experson authorised by the bank. This account name must correspond with your name or if it is a joint application, the account name must be the same as the name of the first cheque is drawn on a joint account, one of the joint account names must be the same named applicant;
  be payable to "Bank of Communications (Nominee) Co. Ltd. Shanghai Pharma Pulbe crossed "Account Payee Only";
  each application will be rejected if your cheque:
  does not meet all these requirements; or
  the cheque must not be post-dated.
  Your application will be rejected if your cheque:
  does not meet all these requirements; or
  the signature of the properties of th
  - nghai Pharma Public Offe

# is dishonoured upon its first prese pay by banker's cashier order: the banker's cashier and

- Bank of Communications (Nominee) Co. Ltd. -
- Shanghai Pharma Public Offer the banker's cachier and the banker's cachier and the
- not meet all these requirements
- the special collection boxes at any of the following

Kowloon Mongko

Hor

New Territories

### Branch address

20 Pedder Street, Central G/F., 32-34 Johnston Road G/F., 121-121A Wan Tsui Road

Shops A & B, G/F., Hua Chiao Commercial Centre, 678 Nathan Road Flat/Rm A6, G/F., Wing Kwai Bldg, 1-3 Tak Man Street, Whampoa Estate

Shop 253-255, Metro City Shopping Arcade, Phase I G/F., Shop G9B-G11, Pacific Commercial Plaza, Bo Shek Mansion, 328 Sha Tsui Road

# ank of China (Hong Kong) Limited

# Branch name Bank of China Tower Branch North Point (Kiu Fai Mansion)

Kowloon Wong Tai Sin Branch Kwun Tong Branch Shop G13, Wong Tai Sin Plaza, Wong Tai Sin 20-24 Yue Man Square, Kwun Tong Shop 2, Tuen Mun Town Plaza Phase II 18-24 Kau Yuk Road, Yuen Long **New Territories** 

Tuen Mun Town Plaza Branch Kau Yuk Road Branch Standard Chartered Bank (Hong Kong) Limited

### Branch name

Hong Kong Island Des Voeux Road Branch

88 Des Voeux Road Branch Hennessy Road Branch

Tsimshatsui Branch Kwun Tong Hoi Yuen Road Mongkok Branch

G/F, 10 Granville Road, Tsimshatsui G/F, Fook Cheong Building, No. 63 Hoi Yuen Road, Kwun Tong Shop B, G/F, 1/F & 2/F, 617-623 Nathan Road, Mongkok Shatin Centre Branch Shop 32C, Level 3, Shatin Shopping Arcade, Shatin Centre, 2-16 Wang Pok Street, Shatin

Branch address

Branch address

3/F, 1 Garden Road 413-415 King's Road, North Point 25 Wu Pak Street, Aberdeer

Standard Chartered Bank Building, 4-4A, Des Voeux Road Central, Central 88 Des Voeux Road Central, Central 399 Hennessy Road, Wanchai

New Territories

Friday, May 6, 2011 Saturday, May 7, 2011 Monday, May 9, 2011 Wednesday May 11, 2011 Thursday, May 12, 2011 9:00 a.m. to 5:00 p.m. 9:00 a.m. to 1:00 p.m. 9:00 a.m. to 5:00 p.m. 9:00 a.m. to 5:00 p.m. 9:00 a.m. to 5:00 p.m.

The latest time for lodging your application is 12:00 noon on Thursday, May 12, 2011. The application lists will be open between 11:45 a.m. and 12:00 noon on that day, subject only to the weather conditions. The application lists will

open between 11:45 a.m. and 12:00 noon on that day, subject only to the second of their in the page in

The right is reserved to present all or any remittance for payment. However, your cheque or banker's cashier order will not be presented for payment before 12:00 noon on Thursday, May 12, 2011. The Company will not give you a receipt for your payment. The Company will keep any interest acrued on your application monies (up until, in the case monies to be refunded, the date of dispatch of e-Refund payment instructions/refund cheques). The right is also reserved to retain any H Share certificates and/or any surplus application monies or refunds pending clearance of your cheque or banker's cashier order.

NUMBER OF SHARES THAT MAY BE APPLIED FOR AND PAYMENTS								
No. of Hong Kong Offer Shares applied for	Amount payable on application (HK\$)	No. of Hong Kong Offer Shares applied for	Amount payable on application (HK\$)	No. of Hong Kong Offer Shares applied for	Amount payable on application (HK\$)	No. of Hong Kong Offer Shares applied for	Amount payable on application (HK\$)	
100	2,626.21	6,000	157,572.48	200,000	5,252,416.00	7,000,000	183,834,560.00	
200	5,252.42	7,000	183,834.56	300,000	7,878,624.00	8,000,000	210,096,640.00	
300	7,878.62	8,000	210,096.64	400,000	10,504,832.00	9,000,000	236,358,720.00	
400	10,504.83	9,000	236,358.72	500,000	13,131,040.00	10,000,000	262,620,800.00	
500	13,131.04	10,000	262,620.80	600,000	15,757,248.00	11,000,000	288,882,880.00	
600	15,757.25	20,000	525,241.60	700,000	18,383,456.00	12,000,000	315,144,960.00	
700	18,383.46	30,000	787,862.40	800,000	21,009,664.00	13,000,000	341,407,040.00	
800	21,009.66	40,000	1,050,483.20	900,000	23,635,872.00	14,000,000	367,669,120.00	
900	23,635.87	50,000	1,313,104.00	1,000,000	26,262,080.00	15,000,000	393,931,200.00	
1,000	26.262.08	60.000	1.575.724.80	2.000.000	52.524.160.00	16,000,000	420.193.280.00	
2,000	52.524.16	70.000	1.838.345.60	3.000.000	78.786.240.00	16.605.400(1)	436.092.343.23	
3,000	78.786.24	80,000	2,100,966.40	4,000,000	105,048,320.00	1		
4,000	105.048.32	90.000	2.363.587.20	5.000.000	131.310.400.00	(1) Maximum number of Ho	ing Kong Offer Shares you m	
E 000	131 310 40	100,000	2 626 208 00	6,000,000	157,572,480.00	apply for	5 5	



# 上海醫藥集團股份有限公司 Shanghai Pharmaceuticals Holding Co., Ltd.\*

(於中華人民共和國註冊成立的股份有限公司)

## 全球發售

- 申請條件 院另有說明外,該等條件所用詞彙與招股說明書賦予者具有相同涵義。 甲. 申請人資格 1. 關下作為申請人及 關下為其利益提出申請的任何人士必約 2. 如 關下為萬號,別採此關別處員名義而非以該商號名義徒 如 四下私录 4 1 驅觸,申請表格須加潔公司印章(附有公司
  - 實格 関下作為申請人及 関下為其利益提出申請的任何人士必須年滿18歲或以上,並須有香港地址。 如 関下為**高號**,則須以個別成員名義而非以該商號名義提出。 如 関下為法人團體,申請表格須加蓋公司印章(附有公司名稱)並由獲正式授權的高級職員簽署,並註 明其代表的職衡。
  - 明其代表的職資。 聯名申請人的數目不得超過四名。 除非獲香港聯合交易所有限公司證券上市規則(「上市規則」)批准,倘 關下或 關下為其利益提出申請 的任何人土為下列人士,則不得申請認購任何香港發售股份: 本公司中股的現有實益維有人。 本公司或其任何附屬公司的行政總裁、董事或監事; 以上任何人土的聯繫人(「聯繫人」一詞的定義見上市規則)或緊隨全球發售完成後成為本公司或其任 可附屬公司關連人士的人士。

    - 何附屬公司關理人士的人士; 已獲分配或蔣收取任何國際發售股份,或經已以其他方式參與國際發售或表明有興趣認購國際發 情股份的人士; 美籍人士(定義見美國證券法S規例),或中華人民共和國(不包括香港、澳門及台灣)的法人或自 然人(不包括台資格境內機構投資者); 填寫及提安本申請表格時為身處美國境內的人士(定義見美國證券法S規例),以及 關下並非美國 證券法S規例等902條(h)(3)段所述人士;或 經表結果的人士。 任業41

- 無否港地址的人工。
   簡下為代名人
   個間下僅身為代名人,方可以代名人身份提交多於一份香港發售股份申請,在此情況下 閣下可以下列方式提出認購申請;仍幾極中央結算系統會與者);或(i)使用白色或實色申請表格作出申請,並以 閣下本身的名義代表不同的實益擁有人提交超過一份申請。
   國人養殖在本申請表格上註有「由代名人應交」一欄內填上各實益擁有人(或如屬聯名實益擁有人,則為每名實

- 關下未填妥上述資料,則申請將被視作為 閣下本身的利益而作出。作為代名人, 閣下被視為已保閣下獲正式授權可代表有關實益擁有人簽署本申請表格,及同意按照下文己節及「個人資料」一節所載條
- 證 閣下獲正式授權可代表有關實益擁有人簽署本申請表格,及同意按照下文己節及「個人資料」一節所載除 該按蔣族實益擁有人的個人資料。 僅可為 閣下本身的利益(為 閣下及 閣下的任何聯名申請人)提交一份申請 重複申請或聚屬重約申請將不獲受理。除 閣下為代名人並提供 閣下語所需的資料外,如果 閣下 頭 閣下聯同縣名申請人任出以下事宜, 閣下的所有申請(包括香港中央結算(代理人)有限公司(香港結 算代理人)」按電子經購指示提出的申請部分)即被視為重複申請而避拒絕受理: (無論僧人或其同)使用白色或黃色申請表格或透過中央結算系統配管商參與者提出申請)或透過 日表elPO服務(www.eipo.com.hk)向指定日表elPO服務供應商發出電子認購指示提出超過一份申請; 或
- □表eIPO服務(www.eipo.com.hk)向指定自表eIPO服務供應商發出電子認購指示提出超過一份申請:或 或 (無論個人或共同)同時以一份自色申請表格及一份黃色申請表格或以一份自色或黃色申請表格及透過中 央結算系統向香港結算 如 關下為中央結算系統投資者戶口持有人或透過一名中央結算系統的為決多與 者或中央結算系統記管商參與者提出申請;或根據自表eIPO服務(www.eipo.com.hk)何前定自表eIPO 服務供應商發出電子認購看示提出申請;或 (無論個人或共同)以一份白色或黃色申請表格或透過中央結算系統向香港結算(如 關下為中央結算系 結投資者戶口持有人或透過一名中央結算系統結算參與者或中央結算系統記管商參與者提出申請。或透 過白表eIPO服務(www.eipo.com.hk)向指定自表eIPO服務(www.eipo.com.hk)向指定者是PO服務(wwm.eipo.com.hk)向指定 自表eIPO服務(wwm.eipo.com.hk)向指定 自表eIPO服務(她商發出電子認購指示,申請認購香、 開發性初步可供公眾認購的用限50% (即16,605,400限)股)以上;或 已經申請或接納或表示有意認購,或已經獲得配售或將會獲得配售(包括有條件及/或暫違)國際發售 的國際發售股份。 已經申請或接納或表示有意認購,或已經獲得配售或將會獲得配售(包括有條件及/或暫違)國際發售 的申請部分),則 關下的所有申請亦將被視為重複申請而避拒絕受理。如果由一家求上都公司提別申請並 該公司的主要案務是證券交易;及 關下行便對該公司的法定控制權。 也認知可能之權利權。 也認知可能之應利權。 是在有條件為 以及其申請將被視件為 關下的列益而提欠。 非上市公司指述無限本應接在意義在音港聯交所上市的公司。 法定控制權是指 關下。於他表述。

- 額的利潤或股本分派的任 何股本部分
- 時港發售股份(或會別整香港公園發售與 400股H股)及《銀116,009,400股H股 (第一句括1%熱医別等~0,003%設計 人 乙割均香港發用 (分解名平台配子總 用金 0,003%設計等公易徵費及0,005%香 計畫新年來以上的過去分析
- - 1請表格的效用 5世之本申請表格 與表示 関下「如屬聯名申請人,即各聯名申請人共同及個別)代表 関下 現或代名人及代表委託 関下下為代理或代名人的每位人士: 權本公司及「或關係主球協測人」或其係自的代理或代名人)代表 関下簽署任何過戶表格、 或其據文件、並根據書程的財定代表 関下辦理所有其他必需申宣,以致任何以 関下名義分 下的香港發售股份得以終記,並以其他方式使招股說明書和本申請表格中所述的各項安排得以

  - 力及授權以提交本申請; (備 | 图下為其他人士的代理人) 保證,已就實益擁有人作出合理查詢,而是項申請將會或已經是為該 名人士的利益以白色或黃色申請表格或透過中央結算系統向香港結算或透過白表elPO服務(www.eipo. som.hk)向指定白表elPO服務供應商簽出電子認購指示提交的唯一申請,且 | 閣下已獲正式授權作為該 名人士的代理人簽署本申請表格; 承諾並確認 | 閣下(倘申請為 | 閣下本身的利益作出)或 開下為其利益作出申請的人士並無申請或接納 或表示有意範購或已接納或獲配售或分配(包括有條件及/或暫定)國際發售的任何國際發售股份,亦 不會申請或接納或表示有意認購國際發售項下的任何國際發售股份,亦無以其他方式已經或將會參與國 應發生;

  - 際發售; 保體 關下的申請所載資料確關真實及準確; 圖章向本公司、H股證券發記處、收款銀行、聯席保薦人、聯席全球協測人、聯席賬簿管理人、聯席牽 頭經維人、承衛商及其各自的顧問和代理人披露任何上述各方所需有關 閣下或 閣下為其利益作出申 請人士的個人資料或其他資料。 關下的申請、申請的任何接納及因此訂立的合同將受香港法律規管並按其詮釋; 承轄並同黨接受所申請的香港發售股份,或 關下申請發分配的任何報少數目香港發售股份;

- 授權本公司將 閣下的姓名列入本公司的股東名冊中,作 閣下的任何香港發售股份持有人 款支票(如遼角)以平郵方式按申請表格上 名首位的申請人,郵誤風險概由 閣下承擔 將親自領取H股股票及

- 而本公司本牙及代表各董事、監事、經 公司法或其他有關法律及行政法規所授 索赔,按章軽規定通過仲裁解決;而一 且該等仲裁裁決為具決定性的最終裁

- (x) 对 (x) 如果 (x

- 透過根據授權書獲正式授權的代理人提出申請,本公司及聯席全球協調人(或其各自的代理及代名人) 其任何一方認為合適的任何條件(包括出示 閣下代理人的授權證明)的情況下,酌情接納 閣下的 公司 及作為本公司代理人的聯席全球協調人可全權酌情決定全部或部分拒絕或接受任何申請,而毋須
- 實驗機構 發售價格預期由聯席全球協調人(代表系銷商)及本公司於2011年5月13日(星期五)或該日前後協定,而無 "如何不多。"在2011年5月18日(星期三)。發售價格將不高於每股發售股份26.00港元,並預期不低於每股發售 股份21.80港元。申請香港發售股份的申請人於申請時須支付每股香港發售股份的最高發售價格26.00港元, 为加1%經2日報金、0.03%態監會全多級發发及0.005% 香港聯交所交易要,倘發管價格低於26.00港元,則會 「如水小,除使到不分之可到對於(www.hkexnews.hk以及本公司網對(www.hkexnews.hk以及本公司網對(www.hkexnews.hk以本公司網對(www.hkexnews.hk以本公司網對(www.hkexnews.hk以本依公司網對(www.hkexnews.hk以本依公司網對(www.hkexnews.hk以本依公司網對(www.hkexnews.hk以本位) 表來銷商及短本公司同意)可於應交香港公開發售認聘申請截止日期早上之前隨時測低發售股份數目及/或指不 變影響之香港公開發售認聘申請截止日期早上在香港聯交所開對(www.hkexnews.hk)及本公司網對(www. 即為那一5h.com.cn)刊營測低發售股份數目及/或指示性發售價格範閱內公佈。申請人應注意。有關測低發售 配份數目及、或指示性發售價格範閱的任何公佈可能是至上經時間方會刊發。倘由於任何原因起公司和關 席全球協調人(代表承銷商)之間末能於2011年5月18日(星期三)或之前議定發售價格,則香港公開發告及國 際發售將不會租行您告失效 際發售將不會進行並告失效。

# 香港發售股份的分配

香港發售股份的分配 在本申請表於及招股說明書所載條款及條件規限下,本公司於截止登記認購申請後,方會開始處理香港發售股份的申 請及分配任何該等1股。 本公司預期於2011年5月19日(星期四)在香港聯交所網站(www.hkexnews.hk)及本公司網站(www.pharm-sh. com.cn)公佈發售價格、國際發售的認購週羅程度及香港公開發售的分配基準及申請水平。分配結果及香港公開發售 成功申請人的香港與行龍之,德照/香港商業登記號碼將按招股說明書「如何申請認購香港發售股份」一節「發达/領 取出股股票和退款」一段所述的方法公佈。

# 閣下成功申請認購香港發售股份(全部或部分)

印章的授權告領取。有關授權代表須於領取時出示香港中央總券登記有限公司所接受的身份證明文件。

周下末在指定領取時間內親自領取H股股票(如適用)則將會以平郵方式寄往本申請素格上所示地址,郵談風險概由 関下承續。
如 國下中前證明,000,000股以下香港發售股份或如 関下申請認購,000,000股或以上香港發售股份、惟並無在中前義格上表明擬親自領取H股股票(如適用),則 関下的H股股票(如適用)將於奇發日期(預期將為2011年5月19日(星期四)以平郵方式寄往本申請表格上所示地址,郵談風除概由 関下承續。H股股票僅在香港公開發售成為無條件自稅2011年5月20日 星期五)上午八時正並無按照招股說明書「承銷」一節「承銷安排及費用一香港公開發售一終止理由」一段所述的終止權利被終止的情况下方能成為有效所有權憑證。
本公司將不會發出臨時所有權文件,亦不會就驗交申請款項發出收據。如發售價格較 関下支付的每股股價為低,則多收的申請股款(包括因該多收款項而收取的1%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費)將不計利息退還予 関下。

# 閣下不獲配發香港發售股份的情況

- 如 閣下的申請遭撤銷或撤回 本申請表格一經填妥並交回,即表示 閣下同意不得在2011年6月4日(星期六)或之前撤銷認畴申請,而該協 議將成為與本公司訂立的附屬合同,在 閣下遞交申請表格後即具有約束力。根據該附屬合同,本公司同意, 除按招股說明書所述任何一項程序外,不會於2011年6月4日(星期六)或之前向任何人士發售任何香港發售股
  - tor。 只有在根據公司條例第40條 (按公司條例第342E條施行) 對招股説明書負責的人士根據該條發出公告,免除或
  - 只有在依據公司條例那40條(按公司條例那342作應即1) 剪刊取成奶質員員的人工依據於除效面公音,允除取開制責對程數問書所負責任的情況下。 屬下方能在2011年6月4日(星期六)或ご前撤前申請。 條刊發招股說明書的任何補充文件,已提交申請的申請人可能會亦可能不會(視乎補充文件所藏內容而定)接 複彼等可撤回申請的通知。如果申請人去接獲通知,或申請人接獲通知後並未根據所通知的程序撤回申請。則 所提交的一切申請將維持有效並可能獲接納。除上文所述者外,申請一經提交即不可撤銷,且申請人將被視為
  - 所後文の一切中雨が連続有名双型小郎疫接着。除工义所处有が、中雨一定後文中が小瓶頭、且中雨入府放稅局 根據經增補的招股説明書而作出申請。 閣下申請一經接納,即不可撤銷或撤回。就此而言,於公告中公佈分配結果即構成對申請的接納。如果有關分配基準受若干條件規限或訂明以抽籤形式分配,則申請獲接納與否分別視乎有關條件能否達成或抽籤結果而
- 加 閣下獲配器的香港器售股份作廢
  - 如 閣 下獲配發的香港發售股份作廢 如果香港聯交所上市委員會在下列期間未批准H股上市,則分配予 閣下或香港結算代理人的香港發售股份 (如有) 將作廢:

     由報止辦理認購申請登記起計三個星期內;或 如果香港聯交所上市委員會在截止辦理認購申請登記後三個星期內通知本公司延長有關期間,則最多在截止辦理認購申請登記起計六個星期內。

# 閣下如欲以本身名義登記獲發行的香港發售股份,請用本申請表格

### 閣下根據香港公開發售以及國際發售提出由請

- 閣下未有根據申請表格上的指示正確地填妥申請表格(如 閣下以申請表格提出申請);

- 關下未有根據申請表格上的指示正確地填妄申請表格(如 關下以申請表格提出申請); 關下記文票或銀行本票付款。但該支票或銀行本票在首次過戶時不獲兑現; 香港系銷協議及/或國際購股協議未能成為無條件; 香港承銷協議及/或國際購股協議表能成為無條件; 香港承銷協議及/或國際購股協議根據其各自的條款終止; 本公司或聯席全球協劃人相信 關下的申請一經接納。會違反 的總用證券或其他法律、與則或法規;或 關下申請認購超過香港公開發售初步可供公眾認購的H股50%(即16,605,400股H股)。

### 退還 閣下的款項

閣下申請認購1,000,000股或以上香港發售股份並在申請表格上表明擬親自領取退款支票(如有), ŧΠ 如 阁下甲諦認轉1,000,000股或以上香港發售股份並在甲請表格上表明機親目領取超級支票(如有), 阁下可在本公司於香港樂文所鄉於(www.hkexnews.hk)及本公司辦於(www.pharm-sh.com.cn)公佈發送/領取電子退款指示/退款支票/H股股票日期當日上午九時正至下午一時正期間,前往以下地點領取退款支票: 香港灣仔皇后大道東183號 合和中心17樓1712-1716室 香港中央證券登記有限公司

預期該發送日期為2011年5月19日(星期四)。

抵明級發送日期為2011年5月19日(星別四)。 傾 閣下為選擇親自領取銀款支票的傾见中請人,則 閣下不可授權任何其他人士代表 閣下領取。 閣下必須於領 取退款支票時出示身份證明文件(必須為香港中央證券登記有限公司所接受的身份證明文件)。倘 閣下為選擇親自 領取退款支票的公司申請人,則 閣下必須由 閣下的授權代表欄同蓋上 閣下公司印章的授權書領取。有關授權代 表須於領取制二希港中央證券登記有限公司所接受的身份證明文件。 如 閣下未在指定領取時間內親自領取退款支票,則退款支票將會以平郵方式寄往本申請表格上所示地址,郵誤風險

概由 関下承擔。

日 國广學場。 關下申請認購1,000,000股以下香港發售股份或倘 關下申請認購1,000,000股或以上香港發售股份,惟並無在 有表格上表明擬觀自領取退款支票,則 關下的退款支票將於發送日期(預期將為2011年5月19日(星期四)以平 5式寄往 關下申請表格上所示地址,郵誤風險概由 關下承擔。如有需要,本公司擬作出特別安排,以盡量避免 延遲發還退款。

### 香港結算代理人提出的申請

1.0.31元(V·二八)及出现》中明 如本申請表格內由香港結算代理人代表發出電子認購指示申請香港發售股份的人士簽署,則本申請表格與招股説明書 不符的核文辦不殖用,且以指股說明書所述者為準。在不限制此段一般應用的前提下,本申請表格的以下部分在香港 結算代理人作簽署人的情況下並不適用:

- 頁所載的所有保證,惟第一項有關根據招股説明書及本申請表格的條款及條件申請認購香港發售股份的保
- 證及受章程規限者除外 第一頁的「警告」;
- 第一頁的「警告」; 「備 関下為代名人」; 「僅可為 関下本身的利益提定一份申請」(為 関下及任何聯名申請人); 「揮安及提定本申請表稿的效用」一節所有陳越及保證,惟首兩項有關以申請人名義登記香港發售股份及簽署致 令申請人登記成為所申請認購香港發售股份持有人的文件除外; [備] 関下成功申請認購香港發售股份(全部或部分)」; 「退還 関下的款項」。

# 個人資料 個人資料收集聲明

, 條例(「條例」)的主要條款已於1996年12月20日在香港生效。此項個人資料收集聲明是向H股申請 「關本公司及其H股證券登記處在個人資料和條例方面的政策和慣例。

收集 間下個人資料的原因 證券申請人或證券登記持有人以本身名義申請認購證券或轉讓或受讓證券時或尋求登記處的服務時,須不時向 本公司或其代理人及申閱證券發記處提供其最新的準確個人資料。 未能提供所要求的資料可能導致 閣下申請證券選拒絕或延遲,或本公司或其H股證券發記處無法務實轉讓 或提供服務,亦也可能妨礙或延遲登記或轉讓 閣下成功申請的香港發售股份及/或寄發H股股票及/或寄 蟹 閣下應得的提款支票。 如提供的個人資料有任何錯誤,證券持有人須立即通知本公司及H股海券在記處。 目的

- , . 説明書載列的條款和申請程
- 直讓或受讓證券;

- 處能履行對證券持有人及/或監

# 發 關下應得的提款 支票。如期提供的個人資料有任何錯誤,證券持有人須立即通知本公司及H股海深定此處。 目的 計學中請人及特有人的個人資料可作以下目的使用、持有及一致機構、以任何方式)。 處理 關下的申請及退款支票(知適用)及核實是否符合本申請表格及招吸。 序,以及公佈香港發售股份的分配結果。 遵守香港及其他應例。可划通用法律法規; 登记新發行證券或以證券持有人的名義(包括(如適用)或香港結算代理人名 存置或更新本公司證券持有人的名義(包括(如適用)或香港結算代理人名 存置或逐渐核實簽名、任何其他核證或交換資料。 確立公司證券持有人的受益之數學材 一種之公司證券持有人的受益、投資和和股息、使發和紅股等。 分發本公司及其附屬公司的通訊; 編製結計信息和股東資料; 根據法律、規則或法規地行披露成功申請人士的身份 披露有關資料以便就權益案徵;及 按索有關資料以便就權益案徵;及 與上述有關的任何其他目的 使者承擔的責任及「或繼券持有人不時同意的任何其他目的 向他人轉及個人資料

- 目有率猶的責任及/ 向他人轉交個人資料 本公司及其H股證券登記處行 為必要的查詢以確認個人資 或與下列任何及全部/本和 成認分 記處可能會作出他們認 或從下列任何及全部人士和實體 內 證券持有人的個人資料: 任何目的, 其為他們可有 香港境內或境 到全球任何目的,尤其為他們可夠或從下列任何及全部人士和實體 我們或轉送(無論在考慮境內或境外) 海葵持有人的個人資料: 1及收數銀行; 結算系統,則為香港結為或香港結算代理人,彼等將會就中央結算
- 本公司或其委任如證券申請人要系統的運作使用
- 及,收益参与記處提供有關其各自業務營運的行政、電訊、電腦 一方服务供應商; 上海交所及關監會):及 等的發行、律師、會計師或股票經紀等。
- 或機構,如
- 以日股證券登記處是否持有其個人資料,並有權索取有關 及日股證券登記處有權款處理任何在閱資幹的要求收 加圖政策及價例及持有資料種類的要求,均須絕過至 如本如本公司註冊辦事處送交聯席公司秘書或(視乎情況而
  - 通過H股證券登記 閣下簽署本申請 算發出電子認購指示,即表示 閣下同意上述各項。

- 閣下申請認購的股數最少 : 昭下表計算 関下擬認購的香港發售股份數目應付的認購申請款項。 按照广表相并。 简广矮影响的智能要自成切象自愿的协能操作曲影头。 例 F中南部原则的聚集。 推要背股份。中語認牌取效場為下表所列的其中一個數目。申請任何其他數目香港發售股份數 等中請或會遭拒絕。下表亦列出申請認購有關香港發售股份數目(最多16,605,400股香港领售股份 就總額。 图 FF 系於列出申請認購有關香港發售股份數目(最多16,605,400股香港领售機 被實及0.005%香港總文所交易費。下表載列申請認購着干香港發售股份數目的應數股款總額以及 可申請認購之香港發售股份數目。
- 請填妥及簽署本申請表格。本公司僅接納親筆簽名。
- 閣下的支票或銀行本票須緊釘於本申請表格上。 閣下必須以一張**支票**或一張**銀行本票支付所認購香**港發售股

- 授權簽署的人士 該賬戶名稱必須 一位申記

- 並由銀行授權人在銀行本票背面簽署以核證 閣下姓 相同。如屬聯名申請,則銀行本票背面所示姓名必須與
  - 交通銀行(代理人)有限公司 上海醫藥公開發售」; 准入抬頭人賬戶」;及
- 閣下的認購申請可能不獲接納
- 次,然後投入 請撕

# 表格,對褶一次,然後投入 銀行股份有限公司香港分行 (a)

**柴灣支**征

九龍

分行地址

中環畢打街20號 莊士敦道32-34號地下 環翠道121-121A號地下

彌敦道678號華僑商業中心地下A及B號舖 黃埔新邨德民街1-3號永貴大廈地下A6號舖

新都城商場一期253-255號舖 沙咀道328號寶石大廈太平興業廣場地下G9B-G11號舖

# 。 國銀行(香港)有限公司

分行名稱 分行地址 中银大度分行 花園道1號3樓 北角僑輝大廈分行香港仔分行 北角英皇道413-415號 香港仔湖北街25號 力,龍 觀塘分行 觀塘裕民坊20-24號 屯門市廣場第二期商場2號 元朗教育路18-24號 屯門市廣場分行 教育路分行

渣打銀行(香港)有限公司

分行地址 德輔道分行 88德輔道中分行 中環德輔道中4-4A號渣打銀行大廈 香港島 中環德輔道中88號地门 軒尼詩道分行 灣仔軒尼詩道399號 觀塘開源道分行 觀塘開源道63號福昌大廈地下 旺角彌敦道617-623號地下B舖,一樓及二樓 肝角分行 沙田横壆街2-16號沙田中心商場3樓32號C舖

閣下可於下列時間內遞交申請表格

2011年5月6日(星期五) 2011年5月7日(星期六) 2011年5月9日(星期一) 2011年5月11日(星期三) 上午九時正至下午五時正上午九時正至下午一時正上午九時正至下午五時正上午九時正至下午五時正 2011年5月12日(星期四) 上午九時正至中午十二時正

- 閣下遞交申請的截止時間為2011年5月12日(星期四)中午十二時正。本公司將於當日上午十一時四十五分至

「」為已」素用言自以就, 而改為在上午九時正至中午十二時正期間內任何時間並無發出上述警告訊號的下一個營業日上午十一時四十五 分至中午十二時正期間進行。 營業日指除星期六、星期日或香港公眾假期以外的日子。

本公司保留將所有或任何認購申請款項過戶的權利,惟 閣下的支票或銀行本票將不會於2011年5月12日(星 

可供申請認購股份數目及應繳款項								
申請認購的香港 發售股份數目	申請時應繳款項 (港元)	申請認購的香港 發售股份數目	申請時應繳款項 (港元)	申請認購的香港 發售股份數目	申請時應繳款項 (港元)	申請認購的香港 發售股份數目	申請時應繳款項 (港元)	
100	2,626.21	6,000	157,572.48	200,000	5,252,416.00	7,000,000	183,834,560.00	
200	5,252.42	7,000	183,834.56	300,000	7,878,624.00	8,000,000	210,096,640.00	
300	7,878.62	8,000	210,096.64	400,000	10,504,832.00	9,000,000	236,358,720.00	
400	10,504.83	9,000	236,358.72	500,000	13,131,040.00	10,000,000	262.620.800.00	
500	13,131.04	10,000	262,620.80	600,000	15,757,248.00	11,000,000	288,882,880.00	
600	15,757.25	20,000	525,241.60	700,000	18,383,456.00	12,000,000	315,144,960.00	
700	18.383.46	30,000	787,862.40	800,000	21,009,664.00	13,000,000	341.407.040.00	
800	21,009.66	40,000	1,050,483.20	900,000	23,635,872.00	14,000,000	367,669,120.00	
900	23,635.87	50,000	1,313,104.00	1,000,000	26,262,080.00	15,000,000	393,931,200.00	
1.000	26.262.08	60.000	1,575,724.80	2,000,000	52,524,160.00	16,000,000	420.193.280.00	
2,000	52,524.16	70,000	1,838,345.60	3,000,000	78,786,240.00	16,605,400(1)	436,092,343.23	
3,000	78,786.24	80,000	2,100,966.40	4,000,000	105,048,320.00	1		
4,000	105,048.32	90,000	2,363,587.20	5,000,000	131,310,400.00			
5,000	131,310.40	100,000	2,626,208.00	6,000,000	157,572,480.00	(1) 閣下可申請的香港發售股份	最高數目。	