



**物美**  
**WUMART**

**北京物美商業集團股份有限公司**  
**WUMART STORES, INC.\***

(A joint stock limited company incorporated in the People's Republic of China with limited liability)  
(Stock code: 01025)

**PROXY FORM FOR THE EXTRAORDINARY GENERAL MEETING  
TO BE HELD ON THURSDAY, 24 DECEMBER 2015**

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of <sup>(Note 1)</sup> \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ H share/domestic shares <sup>(Note 2)</sup> of RMB1.00 each in the capital of Wumart Stores, Inc. (the "Company") hereby appoint <sup>(Note 3)</sup> \_\_\_\_\_  
of <sup>(Note 3)</sup> \_\_\_\_\_  
as my/our proxy, failing which, the chairman of the 2015 first extraordinary general meeting (the "EGM") to act as my/our proxy to attend the EGM to be held at 11:00 a.m. (Beijing time) on Thursday, 24 December 2015 at the Board Meeting Room, Wumart Commercial Building, 158-1 West 4th Ring North Road, Haidian District, Beijing, the PRC and to vote on my/our behalf at the meeting in respect of the resolution as indicated below.

As special resolution		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
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; 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."		

Dated \_\_\_\_\_ 2015 Signature <sup>(Note 5)</sup>: \_\_\_\_\_

Notes:

- Please insert full name(s) and address(es) as recorded in the register of members in BLOCK LETTERS.
- Please indicate the number of shares of the Company registered in your name(s) (including domestic shares and H shares).
- Please insert the name and address of the person that you wish to appoint as your proxy. If no name and address is inserted, the chairman of the EGM will act as your proxy. A proxy need not be a shareholder of the Company, but must attend the meeting in person to represent you.
- Important: If you wish to vote for any resolution, please tick ("✓") in the box marked "For". If you wish to vote against any resolution, please tick ("✓") in the box marked "Against". In the absence of any instructions, your proxy may vote or abstain as he thinks fit.** If you wish the appointed proxy to vote on behalf of only a portion of the shares, please indicate the correct number of shares in the relevant column instead of inserting a tick ("✓"). If no tick ("✓") is inserted in the column or no correct number of shares to be voted is indicated, the proxy may vote at his discretion.
- The form of proxy must be signed by you or your attorney duly authorised in writing, or in the case of legal person, must be either under your corporate seal or signed by a director or your duly authorised attorney. If the proxy form is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be notarised.
- In the case of joint holders of any shares of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such shares as if he were solely entitled thereto. But if more than one of such joint holders is present at the EGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- The form of proxy together with a notarised copy of the power of attorney or other documents of authorisation, if any, must be lodged at Computershare Hong Kong Investor Services Limited, the Company's H share registrar and transfer office, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, in case of holders of H shares, or the Company's head office at 11th Floor, Wumart Commercial Building, 158-1 West 4th Ring North Road, Haidian District, Beijing, the PRC, in case of holders of domestic shares, no later than 24 hours before the EGM. This form of proxy may be returned by hand or by post.
- Completion and deposit of this form of proxy will not preclude you from attending and voting at the EGM if you so wish. In the event that you attend the EGM after having lodged this form of proxy, this form of proxy will be deemed to have been revoked.
- Each alteration made to this form of proxy must be initialed by the person who signs it.
- Shareholders or their proxies attending the EGM shall be required to present their identification documents.

\* for identification purposes only