



Biostime International Holdings Limited

合生元國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1112)

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON 17 JANUARY 2017 (or any adjournment thereof)

I/We¹ _____ (name)
of _____
(address) being the registered holder(s) of _____ shares² of HK\$0.01 each in the issued share capital of Biostime International Holdings Limited (the “Company”), HEREBY APPOINT³ _____ (name)
of _____ (address)
or failing him/her, the chairman of the extraordinary general meeting (the “Meeting”) of the Company to act as my/our proxy to attend and vote for me/us and on my/our behalf at the Meeting to be held at 29/F, Guangzhou International Finance Center, 5 Zhujiang West Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC on Tuesday, 17 January 2017 at 9:00 a.m. and at any adjournment thereof for the purpose of considering and, if thought fit, passing, with or without amendments, the resolution set out in the notice convening the Meeting. I/We direct that my/our vote(s) be cast on the resolution as indicated by “✓” in the appropriate box. In the absence of any indication, the proxy may vote in respect of that resolution at his/her discretion.

ORDINARY RESOLUTION	FOR ⁴	AGAINST ⁴
<p>THAT the 17% Acquisition (as defined in the circular of the Company dated 30 December 2016) be and is hereby approved, confirmed and ratified; and any one director of the Company (or any two directors of the Company or any one director and the company secretary of the Company if the affixation of the common seal is necessary), be and is/are hereby authorised for and on behalf of the Company to execute all such other documents and agreements and do all such acts and things as he or they may in his or their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or give effect to the 17% Acquisition and all matters incidental or ancillary thereto.</p>		

Dated this _____ day of _____ 2016/2017 Signature⁵ _____

Contact Telephone No. _____

Notes:

- Full name(s) and address(es) as shown in the register of the Company to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- 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. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGNS IT.** Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him. A member of the Company who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her and vote on his/her behalf at the Meeting. A proxy need not be a shareholder of the Company, but must attend the Meeting (or any adjournment thereof) to represent you. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE RELEVANT BOX BELOW THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE RELEVANT BOX BELOW THE BOX MARKED “AGAINST”.** If this form of proxy is returned duly signed but no direction is given, your proxy may vote for or against the resolution or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the Notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney duly authorised to sign the same.
- In the case of joint registered holders of any shares, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such shares as if he/she was solely entitled thereto; but if more than one of such joint registered holders be present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members maintained at the Company’s Hong Kong branch share registrar of the company in respect of such shares shall alone be entitled to vote in respect thereof to the exclusion of the votes of the other joint registered holders.
- In order to be valid, this completed form of proxy together with the power of attorney (if any) under which it is signed or a notarially certified copy such certification to be made by either a notary public or a solicitor qualified to practice in Hong Kong thereof, must be deposited at the Company’s Hong Kong branch share registrar, 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 appointed for holding the Meeting or any adjourned Meeting.
- If you have returned a proxy form, you may revoke it by completing and signing a proxy form bearing a later date, and lodging it with the Company’s Hong Kong branch share registrar. In order to be valid for voting purposes, this latter proxy form should be received by the Company’s Hong Kong branch share registrar not less than 48 hours before the time appointed for holding the Meeting or adjourned Meeting (as the case may be) (the “Closing Time”). If this latter proxy form is lodged with the Company’s Hong Kong branch share registrar after the Closing Time, it will be invalid for voting purpose. However, it will revoke any previous proxy form and any vote that may be cast by the purported proxy will not be counted in any poll taken on a proposed resolution.
- The Company reserves the right to treat any proxy form which has been incorrectly completed in some manner which (at its absolute discretion) is not material as being valid.
- Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the resolution set out in the notice of the Meeting will be decided by poll at the Meeting.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting in person if you so wish. If you attend and vote at the Meeting, the authority of your proxy will be revoked.