



TIAN YUAN HEALTHCARE

天元医疗

CHINA TIAN YUAN HEALTHCARE GROUP LIMITED

中國天元醫療集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 557)

FORM OF PROXY FOR USE AT
THE ANNUAL GENERAL MEETING HELD ON 28 JUNE 2022
(OR AT ANY ADJOURNMENT THEREOF)

I/We^(Note 1), _____
of _____
being the registered holder(s) of^(Note 2) _____
ordinary share(s) of HK\$1.00 each in the share capital of China Tian Yuan Healthcare Group Limited (the "Company") hereby appoint the
Chairman of the annual general meeting of the Company, or^(Note 3) _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company (the "Meeting") to be held on Wednesday, 28 June
2022 at 3 p.m. at Room No. 4901, 49/F., Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong 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 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 RESOLUTIONS ^(Note 4)		FOR ^(Note 5)	AGAINST ^(Note 5)
1.	To receive the reports and financial statements for 2021		
2.	(a) To re-elect Mr. Wang Huabing as an executive director and Chairman		
	(b) To re-elect Ms. Dong Wei as an executive director		
	(c) To re-elect Ms. Zhou Siqi as an independent non-executive director		
	(d) To authorise the board of directors to fix directors' remuneration for the year ending 31 December 2022		
3.	To re-appoint Crowe (HK) CPA Limited as auditors for the ensuing year and to authorise the board of directors to fix their remuneration		
4.	To grant a general mandate to the directors to issue shares		
5.	To grant a general mandate to the directors to repurchase shares		
6.	To approve the addition to the general mandate to issue shares of an amount equal to the shares repurchased pursuant to the general mandate to repurchase shares		
SPECIAL RESOLUTION ^(Note 4)		FOR ^(Note 5)	AGAINST ^(Note 5)
7.	To approve the adoption of the Amended and Restated Memorandum and Articles of Association of the Company		

Dated this _____ day of _____ 2022 Signature^(Note 6): _____

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which the 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).
- If any proxy other than the Chairman is preferred, please strike out "the Chairman of the annual general meeting of the Company, or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERNATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- The description of these resolutions is by way of summary only. The full text appears in the notice of convening the Meeting.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION TICK THE BOX MARKED "AGAINST".** Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the Meeting and/or at any adjournment thereof other than those referred to in the notice convening the Meeting.
- This form of proxy shall be in writing under the hand of the appointor or of his/her/its attorney duly authorised in writing or if the appointor is a corporation, either under seal or under the hand of an officer, attorney or other person authorised to sign the same. In the case of this form of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorized to sign this form on behalf of the corporation without further evidence of the fact.
- Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A member may appoint a proxy in respect of part only of his/her/its holding of shares in the Company. A proxy need not be a member of the Company.
- This form of proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be deposited at the office of the Company's principal office in Hong Kong at Room No. 4901, 49/F., Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong or to the Company's branch registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the Meeting (i.e. before 3 p.m. on Sunday, 26 June 2022) or adjourned meeting at which the person named in this form proposes to vote or, in the case of a poll taken subsequently to the date of the Meeting or adjourned meeting, not less than twenty-four (24) hours before the time appointed for the taking of the poll and in default this form of proxy shall not be treated as valid.
- Delivery of this form of proxy shall not preclude a member from attending and voting in person at the Meeting convened and in such event, this form of proxy shall be deemed to be revoked.
- Where there are joint holders of any share, any one of such joint holder may vote, either personally or by proxy, in respect of such share as if he/she/it 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 in respect of such share alone be entitled to vote in respect thereof.
- The notice of the Meeting is set out in the Company's circular dated 25 May 2022.