



Shanghai Kindly Medical Instruments Co., Ltd.*

上海康德萊醫療器械股份有限公司

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

(Stock Code: 1501)

FORM OF PROXY FOR THE H SHAREHOLDERS' CLASS MEETING TO BE HELD ON THURSDAY, 18 MAY 2023 AND ANY ADJOURNMENT THEREOF

I/We^(Note 1) _____
of^(Note 1) _____
being the registered holder(s) of^(Note 2) _____ H shares of RMB1.00 each
in the share capital of Shanghai Kindly Medical Instruments Co., Ltd.* (上海康德萊醫療器械股份有限公司) (the "Company"),
HEREBY APPOINT THE CHAIRMAN OF THE MEETING^(Note 3) or _____
of _____
to act as my/our proxy to attend and act for me/us at the class meeting of H shareholders of the Company (the "H Shareholders'
Class Meeting") to be held at Block 2, No. 925 Jin Yuan Yi Road, Jiading District, Shanghai, the PRC on Thursday, 18 May
2023 at 2:30 p.m. (or immediately after the conclusion or adjournment of the annual general meeting of the Company) and any
adjourned meeting thereof, for the purposes of considering and, if thought fit, passing the resolution^(Note 4) as set out in the notice
convening the H Shareholders' Class Meeting and to vote for me/us and in my/our name(s) in respect of the resolution as
indicated below at the H Shareholders' Class Meeting (and at any adjourned meeting thereof).

SPECIAL RESOLUTION ^(Note 4)		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
1.	To consider and approve the proposed amendments to the Articles of Association.			

Date: _____ 2023 Signature(s): _____

Notes:

- Full name(s) (in Chinese and English, as registered in the register of members) and registered address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of H shares of the Company registered under your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all H shares of the Company registered in your name(s).
- If any proxy other than the chairman of the H Shareholders' Class Meeting is appointed, please strike out the words "**THE CHAIRMAN OF THE MEETING** or" and insert the name and address of the proxy desired in the space provided. A H shareholder of the Company may appoint one or more proxies to attend and vote on his behalf. If H shareholder of the Company appoints more than one proxy, his proxies may only exercise voting rights at a poll. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- The full text of the resolution is set out in the circular of the Company dated 14 April 2023, together with which this form of proxy will be sent to H shareholders of the Company. Any H shareholder of the Company who wishes to appoint a proxy shall refer to the circular first.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE TICK THE BOX MARKED "ABSTAIN" BESIDE THE APPROPRIATE RESOLUTION. IN COUNTING THE VOTING RESULTS FOR A RESOLUTION, ABSTAINED VOTES WILL BE REGARDED AS VOTES WITH VOTING RIGHTS.** If no direction is given, your proxy may vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the H Shareholders' Class Meeting other than those referred to in the notice convening the H Shareholders' Class Meeting.
- This form of proxy must be signed by you or your attorney duly authorized in writing. In the case of a corporation, this form of proxy must be either under its common seal or under the hand of its director(s) or duly authorized attorney(s). If this form of proxy is signed by an attorney of the H shareholder of the Company, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
- Holders of H shares of the Company and to be valid, a form of proxy together with any power of attorney or other authorization document (if any) under which it is signed or a notarized copy of that power of attorney or authorization document must be lodged with the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 24 hours before the time appointed for holding the H Shareholders' Class Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the H Shareholders' Class Meeting if you so wish. In such event, your form of proxy will be deemed to have been revoked.
- H shareholders of the Company or their proxies attending the H Shareholders' Class Meeting shall present their identity documents.
- A proxy need not be a H shareholder of the Company but must attend the H Shareholders' Class Meeting in person to represent the H shareholder of the Company.
- In the case of joint registered holders of H shares of the Company, any one of such joint registered holders may vote at the H Shareholders' Class Meeting, either in person or by proxy, in respect of such shares as if he/she/it were solely entitled thereto; but should more than one of such joint registered holders be present at the H Shareholders' Class Meeting, either in person or by proxy, the vote of that one of them so present, whose name stands first on the register of members of the Company in respect of such shares shall be accepted to the exclusion of the votes of the other joint registered holder(s).

* For identification purposes only