



Yestar Healthcare Holdings Company Limited

巨星醫療控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2393)

PROXY FORM

Form of proxy for use at the extraordinary general meeting to be held on 28 December 2023 and any adjournment thereof

I/We ^(Note 1), _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.025 each in the capital of Yestar Healthcare Holdings Company Limited (巨星醫療控股有限公司) (the “Company”), HEREBY APPOINT THE CHAIRMAN OF THE MEETING or ^(Note 3) _____
of _____

as my/our proxy to act for me/us at the extraordinary general meeting of the Company to be held at 8/F., Block A, No. 58 Shen Jian Dong Lu, Min Hang District, Shanghai, the People’s Republic of China on 28 December 2023 (Thursday) at 10:00 a.m. (the “Meeting”) (and at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolution set out in the notice convening the Meeting and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolution as indicated below, and if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolution		For ^(Note 4)	Against ^(Note 4)
1.	(a) To consider, approve, confirm and ratify the equity transfer agreement dated 30 December 2022 (the “Equity Transfer Agreement”) entered into between Yestar (Guangxi) Medical System Co., Ltd. (廣西巨星醫療器械有限公司) (the “Vendor”) and Mr. Li Bin (李斌) (the “Purchaser”), pursuant to which the Vendor conditionally agreed to sell, and the Purchaser conditionally agreed to acquire the 94.2% equity interests in Shanghai Emphasis Investment Management Consulting Co., Ltd. (上海安百達投資管理顧問有限公司), Shanghai Jianchu Medical Instrument Co., Ltd. (上海建儲醫療器械有限公司), Shanghai Chaolian Trading Co., Ltd. (上海超聯商貿有限公司), Shanghai Haole Industrial Co., Ltd. (上海顥樂實業有限公司), and Shanghai Dingpei Industrial Co., Ltd. (上海定佩實業有限公司) (collectively, the “Target Companies”), at a consideration of RMB574,750,000 and the transactions contemplated thereunder; and		
	(b) To authorise the directors of the Company (the “Director(s)”) for and on behalf of the Company to execute all such other documents, instruments and agreements (whether under common seal or not) and to do all such acts or things deemed by him/her/they to be incidental to, ancillary to or in connection with the matters contemplated in the Equity Transfer Agreement and the transactions contemplated thereunder as he/she/they may in his/her/their absolute discretion consider necessary, desirable or expedient to give effect to the Equity Transfer Agreement and the implementation of all transactions contemplated thereunder and to agree with such variation, amendment or waiver as, in the opinion of the Directors, in the interests of the Company and its shareholders as a whole.		

Dated this _____ day of _____ Signature ^(Note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) and to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out “THE CHAIRMAN OF THE MEETING or” here and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT. 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 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”.** Failure to tick either of the boxes in respect of a resolution will entitle your proxy to cast his vote in respect of that resolution at his discretion or abstain. Your proxy will also be entitled to vote at his discretion or abstain 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 authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
- To be valid, this form of proxy, together with any power of attorney or other authority under which it is signed or a notarially certified copy thereof must be deposited at Link Market Services (Hong Kong) Pty Limited at Suite 1601, 16/F., Central Tower, 28 Queen’s Road Central, Hong Kong not less than 48 hours before the time appointed for holding of the Meeting or any adjournment thereof.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members.
- Completion and return of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish. In the event that you attend the Meeting after having lodged this form of proxy, it will be deemed to have been revoked.
- Pursuant to Rule 13.94 of the Rules Governing the Listing of Securities on the Stock Exchange, all the resolutions put to the vote at the meeting will be taken by way of poll.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the meeting of the Company (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Link Market Services (Hong Kong) Pty Limited at the above address.