

FOSUN PHARMA

复星医药

上海復星醫藥（集團）股份有限公司 Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*

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

(Stock Code: 02196)

FORM OF PROXY FOR HOLDERS OF H SHARES FOR THE ANNUAL GENERAL MEETING TO BE HELD ON WEDNESDAY, 26 JUNE 2024

I/We ^(Note 2) _____
of _____
being the holder(s) of _____ overseas listed
foreign share(s) ("H Share(s)")^(Note 3) of Shanghai Fosun Pharmaceutical (Group) Co., Ltd.* (the "Company"), hereby appoint the company secretary of the Company
or _____
of _____
as my/our proxy^(Note 4) to vote and act for me/us at the annual general meeting (the "AGM") of the Company to be held Wednesday, 26 June 2024 at 1:30 p.m. at Sky Fortune Boutique Hotel Shanghai, No. 358 Hong Xu Road, Shanghai, the PRC to vote for me/us as indicated below. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 24 May 2024 (the "Circular").

Please tick or insert the number of H Shares in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll.^(Note 5)

ORDINARY RESOLUTIONS		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
1.	To consider and approve the annual report of the Group for the year 2023.			
2.	To consider and approve the work report of the Board for the year 2023.			
3.	To consider and approve the work report of the Supervisory Committee for the year 2023.			
4.	To consider and approve the final accounts report of the Group for the year 2023.			
5.	To consider and approve the profit distribution proposal of the Company for the year 2023.			
6.	To consider and approve the re-appointment of Ernst & Young Hua Ming LLP as the PRC financial report and internal control report auditors of the Company for the year 2024 and re-appointment of Ernst & Young as international financial report auditors of the Company for the year 2024 and the passing of remuneration packages for the PRC and international auditors for the year 2023.			
7.	To consider and approve the appraisal results and remunerations of Directors for 2023.			
8.	To consider and approve the appraisal program of Directors for 2024.			
9.	To consider and approve the renewed and additional entrusted loans/borrowings quota of the Group.			
10.	To consider and approve the additional total credit applications of the Company.			
11.	To consider and approve the authorisation of the management to dispose of the shares of the listed companies held by the Group.			
12.	To consider and approve the mandate to issue interbank market debt financing instruments.			
13.	To consider and approve the amendments to the Management System for Proceeds of the Company.			
14.	To consider and approve the amendments to the Related Party Transaction Management System of the Company.			
15.	To consider and approve the provision of loan to Fosun Kite (a joint venture) in proportion to equity interest.			
SPECIAL RESOLUTIONS		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
16.	To consider and approve the renewed and additional guarantee quota of the Group.			
17.	To consider and, if thought fit, approve the proposed grant of general mandate to issue A Shares and/or H Shares.			
18.	To consider and, if thought fit, approve the proposed grant of general mandate to repurchase H Shares.			
19.	To consider and, if thought fit, approve the proposed grant of general mandate to repurchase A Shares.			
20.	To consider and approve amendments to the Articles of Association and its Appendices.			

Signed this _____ day of _____ 2024

Signature(s)^(Note 6): _____

Notes:

- IMPORTANT: You should first review the Circular carefully before filling in this proxy form.**
- Full name(s) and address(es) (as shown in the register of members for H Shares) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of H Shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the H Shares registered in your name(s).
- If any proxy other than company secretary of the Company is preferred, please strike out the words "the company secretary of the Company or" and insert the name and address of the proxy desired in the space provided. An H Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote on his behalf. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number of H Shares in respect of which each such proxy is so appointed. Any alteration made to this form of proxy must be initialled by the person who signs it.
- IMPORTANT: If you wish to vote for any resolution, tick in the box marked "For". If you wish to vote against any resolution, tick in the box marked "Against". If you wish to abstain from voting on any resolution, tick in the box marked "Abstain".** Any abstain vote at the AGM shall be disregarded as voting rights for the purpose of calculating the result of that resolution, but will be counted in the total number of voting shares. If you wish to vote only part of the H Shares in respect of which the proxy is so appointed, please state the exact number of H Shares in lieu of a tick in the relevant box. A tick in the relevant box indicates that the votes attached to all the H Shares to which this form relates will be cast accordingly. Unless you have indicated otherwise in this form, your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney duly authorised. If this proxy form is signed by a person authorised in writing by the H shareholder, the power of attorney or other authorisation documents must be notarised.
- In case of joint holders, the vote of the joint holder whose name stands first in the register of members for H Shares and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of other joint holder(s), and for this purpose seniority shall be determined by the order in which the names stand in the register of members for H Shares in respect of such joint holding.
- In order to be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company's Hong Kong share registrar for H Shares, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 24 hours before the holding of the AGM.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the AGM if you so wish.
- The description of the resolutions is by way of summary only. The full text appears in the notice convening the AGM, which is set out in the Circular.

* for identification purposes only