



# China Renji Medical Group Ltd

中國仁濟醫療集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 648)

## PROXY FORM

**Form of proxy for use by shareholders at the annual general meeting (the "Meeting")  
(or any adjournment thereof)**

**to be convened at Suites 903-905, 9/F, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong  
on Thursday, 12 June 2014 at 1:30 p.m.**

I/We <sup>(note a)</sup> \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ being the holder(s) of \_\_\_\_\_ <sup>(note b)</sup> shares of  
China Renji Medical Group Limited (the "Company") hereby appoint the Chairman of the Meeting or \_\_\_\_\_  
\_\_\_\_\_ of \_\_\_\_\_

to act as my/our proxy <sup>(note c)</sup> at the Meeting of the Company to be held at Suites 903-905, 9/F, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong on Thursday, 12 June 2014 at 1:30 p.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll <sup>(note d)</sup>.

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and approve the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2013		
2.	(a) To re-elect Mr. Chan Ka Chung as an executive Director		
	(b) To re-elect Ms. Hu Xuezheng as an independent non-executive Director		
	(c) To re-elect Mr. Wang Jianguo as an executive Director		
	(d) To re-elect Ms. Wu Yan as an independent non-executive Director		
3.	To authorise the board of Directors to fix the Directors' remuneration		
4.	To re-appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and to authorise the board of Directors to fix their remuneration		
5.	To grant a general mandate to the Directors to issue, allot and otherwise deal with the Company's shares*		
6.	To grant a general mandate to the Directors to repurchase the Company's shares*		
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares by addition of the number of the shares repurchased*		
8.	To approve the share consolidation of every 20 ordinary shares in issue into one consolidated share and the transactions contemplated thereunder*		
9.	To approve the adoption of the New Share Option Scheme and the transactions contemplated thereunder*		
SPECIAL RESOLUTION			
10.	To revoke and cancel the previous special resolution revolved at the extraordinary general meeting of the Company held on 31 October 2013*		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2014 Shareholder's signature \_\_\_\_\_ <sup>(notes e, f, g and h)</sup>

**Notes:**

*a Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.*

*b Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).*

*c A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the Meeting or" and insert the name and address of the person appointed proxy in the space provided.*

*d If you wish to vote for any of the resolutions set out above, please tick ("✓") the box(es) marked "For". If you wish to vote against any resolutions, please tick ("✓") the box(es) marked "Against". If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the Meeting.*

*e In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.*

*f The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.*

*g To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the office of the Company at Unit 3001, 30/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned Meeting.*

*h Any alteration made to this form should be initialled by the person who signs the form.*

*\* The full text of the resolution is set out in the Notice of the Meeting.*

This document is prepared in both English and Chinese. In the event of inconsistency, the English text of this document shall prevail over the Chinese text.