



山東新華製藥股份有限公司
Shandong Xinhua Pharmaceutical Company Limited

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

(Stock Code: 0719)

REVISED PROXY FORM FOR USE AT THE EXTRAORDINARY GENERAL MEETING

I/We, _____ (Note 1) of _____ (Note 1),

being the registered holder(s) of _____ (Note 2) shares of Shandong Xinhua Pharmaceutical Company Limited (the "Company"), hereby appoint the chairman of the extraordinary general meeting ("EGM"), or _____ (Note 3) of _____ (Note 3), as my/our proxy to attend and act for me/us at the EGM to be held on

Friday, 26 February 2016 at 2:00 p.m. at the Company's conference room at No. 1 Lutai Ave., Hi-tech District, Zibo City, Shandong Province, The People's Republic of China (the "PRC") or any adjournment thereof and to vote for me/us at the EGM or any adjournment thereof in respect of the resolutions as indicated hereinafter, or if no such indication is given, as my/our proxy thinks fit.

| Ordinary Resolutions | For | Against | Abstention |
|---|-----|---------|------------|
| 1. Mr. Xiao Fangyu (肖方玉) be elected as supervisor of the Company. | | | |
| 2. Adoption of remedial measures in relation to dilution on current returns by the non-public issue of A-shares of the Company be approved. | | | |
| 3. The undertakings given by the Company's directors and senior management in connection with the adoption of remedial measures relating to dilution on current returns by the non-public issue of A-shares of the Company be approved. | | | |
| Special Resolution | For | Against | Abstention |
| 4. Change of the scope of business of the Company and the proposed amendments to Article 13 of the articles of association of the Company be approved. | | | |

Shareholder's signature: _____

Date: _____

Notes:

- Please insert your full name and address in **BLOCK CAPITALS**.
- Please insert the number and type of shares of the Company registered in your name and to which this revised proxy form relates. If no such number is inserted, this revised proxy form will be deemed to relate to all the shares in the Company registered in your name (whether alone or jointly with others).
- If any proxy other than the chairman of the EGM is appointed, cross out "the chairman of the EGM, or", and insert the name(s) and the address (es) of one or more proxies desired in the space provided. The proxy appointed needs not be a shareholder of the Company. Any alteration made to this revised proxy form must be signed by the person who originally executed this revised proxy form.
- Important:** If you wish to vote for any resolution, please insert "✓" in the box marked "For". If you wish to vote against any resolution, please insert "✓" in the box marked "Against". If you wish to abstain from voting on any resolution, please insert "✓" in the box marked "Abstention". Failure to make any indication will entitle your proxy/proxies to vote or abstain at his discretion. The number of abstained votes will not be counted as the required majority in favour of any given resolution proposed while the number of abstained votes will be counted into the denominator for the purpose of percentage calculation of the voting.
- This revised proxy form must be signed by you or your attorney duly authorised in writing. Companies or organisations must execute this revised proxy form under common seal or under the hand of any officer or attorney duly authorised.
- In order to be valid, the revised proxy form together with any power of attorney or other documents of authorisation (if any) under which it is signed or a notarially certified copy thereof must be lodged with the Company Secretary's Office of the Company at No. 1 Lutai Ave., Hi-tech District, Zibo City, Shandong Province, the PRC not less than 24 hours before the time appointed for the holding of the EGM.
- In connection with the form of proxy issued by the Company on 11 January 2016 (the "Original Proxy Form"), which does not include the new ordinary resolutions (2 and 3) set out in this revised proxy form, for shareholders who have lodged the Original Proxy Form to the Company Secretary's office of the Company, please be reminded that:
 - Where a shareholder has not returned the revised proxy form to the Company Secretary's office of the Company, the Original Proxy Form (if completed correctly) shall be deemed a valid form of proxy returned by such shareholder. The proxy appointed by the shareholder in such manner shall be entitled to vote or abstain from voting at his/her discretion on any resolutions properly and duly put to the EGM other than those instructed in the Original Proxy Form, including the new ordinary resolutions (2 and 3) set out in this revised proxy form.
 - Where a shareholder has returned the revised proxy form to the Company Secretary's office of the Company 24 hours before the time scheduled for holding the EGM, the Original Proxy Form returned shall be revoked and substituted by the revised proxy form and the revised proxy form (if completed correctly) shall be deemed a valid form of proxy returned by such shareholder.
 - Where a shareholder has returned the revised proxy form to the Company Secretary's office of the Company less than 24 hours before the time scheduled for holding the EGM, the revised proxy form shall be deemed invalid and the Original Proxy Form returned by such shareholder shall also be revoked. The votes of the proxy purported to be appointed by the invalid or revoked proxy form (whether the Original Proxy Form or the revised proxy form) will not be counted in the votes in respect of the resolutions proposed. Accordingly, shareholders are advised not to return the revised proxy form after the deadline. In the event that such shareholder wishes to vote at the meeting, he/she shall attend and vote at the meeting in person.