



**北京市春立正達醫療器械股份有限公司**  
**Beijing Chunlizhengda Medical Instruments Co., Ltd.\***

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

(Stock Code: 1858)

**Revised Proxy Form for the Extraordinary General Meeting to be Held on 3 March 2017**

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ H Share(s)/Domestic Share(s) <sup>(Note 2)</sup> of  
RMB1.00 each in the capital of Beijing Chunlizhengda Medical Instruments Co., Ltd.\* (the "Company"), hereby appoint the Chairman of the  
Extraordinary General Meeting or <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_

to act as my/our proxy to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting and any adjournment thereof to  
be held at the Conference Room of Room 2007, 20/F, Gaohe Lanfeng Building (高和藍峰大廈), 98 East Third Ring Road South, Chaoyang District,  
Beijing, the PRC at 9:00 a.m. on Friday, 3 March 2017 (the "Extraordinary General Meeting"), for the purpose of considering and if thought fit,  
passing the resolutions set out in the notice convening the Extraordinary General Meeting, and voting on behalf of me/us under my/our name as  
indicated below <sup>(Note 4)</sup> in respect of the resolutions to be proposed at the Extraordinary General Meeting and any of its adjournment.

Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the circular of the Company dated 17  
January 2017 and the clarification announcement of the Company dated 24 January 2017.

Ordinary resolutions		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>	Abstained <sup>(Note 4)</sup>
1.	to confirm, ratify and approve the renewed distribution framework contract ("Renewed Distribution Framework Contract") (the details of which are set out in the circular to be despatched by the Company to its shareholders in due course and a copy of which has been produced to the meeting marked "A" and signed by the chairman of the meeting for the purpose of identification) dated 29 November 2016 and entered into between the Company and 北京高陽物資中心 (Beijing Gaoyang Materials Center) ("Gaoyang Materials") in relation to the Company agreeing to sell its joint prosthesis products and spinal products to Gaoyang Materials for distribution and Gaoyang Materials being authorized to act as a distributor of the Company and the transactions contemplated thereunder			
2.	to confirm and approve the proposed annual caps of RMB22 million, RMB30 million and RMB35 million respectively (equivalent to approximately HK\$25.1 million, HK\$34.2 million and HK\$39.9 million respectively), being the maximum aggregate annual value in respect of the continuing connected transactions under the Renewed Distribution Framework Contract for the three years ending 31 December 2019			
3.	to confirm, ratify and approve the execution of the Renewed Distribution Framework Contract by Mr. Wang Jianliang for and on behalf of the Company and to authorize Mr. Wang Jianliang to make any amendment to the Renewed Distribution Framework Contract as he thinks desirable and necessary and to do all such further acts and things and execute such further documents and take all such steps which in his opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such transactions			

Date: \_\_\_\_\_ 2017

Shareholder's Signature <sup>(Note 5)</sup> \_\_\_\_\_

**Notes:**

**Important: You should first read the extraordinary general meeting circular of the Company dated 17 January 2017 before appointing a proxy.**

- Please insert full name(s) and address of the shareholder(s) as registered in the register of members in BLOCK CAPITALS.
- Please insert the number of shares registered in your name(s) relating to this form of proxy and delete as appropriate. If no number is inserted, this form of proxy will be deemed to relate to all shares registered in your name(s).
- If a proxy other than the Chairman of the Extraordinary General Meeting is preferred, cross out the words "the Chairman of the Extraordinary General Meeting or" and insert the full name and address of the proxy (or proxies) desired in the space provided. If you are a shareholder of the Company who is entitled to attend and vote at the Extraordinary General Meeting convened by the aforementioned notice, you are entitled to appoint one or more proxies to attend and vote on your behalf. A proxy need not be a shareholder of the Company. Any changes to this form of proxy should be initialed by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE "FOR" A RESOLUTION, PLEASE MARK "✓" ON THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE "AGAINST" A RESOLUTION, PLEASE MARK "✓" ON THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN YOUR VOTE ON A RESOLUTION, PLEASE MARK "✓" ON THE APPROPRIATE BOX MARKED "ABSTAINED".** If no direction is given, the proxy will be entitled to vote or abstain as he thinks fit. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Extraordinary General Meeting other than those referred to in the notice convening the Extraordinary General Meeting.
- Any shares voted as "abstain" will be counted in the calculation of the required majority.
- This revised proxy form must be signed by you, or your attorney duly authorised in writing or, if you are a corporation, must either be executed under the common seal or under the hand of a director or duly authorised attorney(s). If this form of proxy is signed by an attorney of a shareholder, the power of attorney or other authority (if any) under which it is signed must be notarised.
- In the case of joint holders of any share, any one of such persons may vote at the Extraordinary General Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders are present at the Extraordinary General Meeting whether attending in person or by proxy, the vote of the person, whose name stands first on the register of members of the Company in respect of such share (in person or by proxy) shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
- To be valid, this revised proxy form together with the power of attorney or other authorisation document (if any) must be deposited at the H share registrar of the Company, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong (for holders of H Shares) or the registered office of the Company at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou, Economic Development Zone, Tongzhou District, Beijing, the PRC (for holders of Domestic Shares) by hand or by post not less than 24 hours before the time fixed for the holding of the Extraordinary General Meeting or any adjournment thereof (as the case may be). Completion and delivery of this revised proxy form will not preclude shareholders from attending and voting at the Extraordinary General Meeting if she/he so wishes. In such event, the instrument appointing a proxy shall be deemed to be revoked.
- Identification documents must be shown by shareholder(s) or proxies to attend the Extraordinary General Meeting.

\* For identification purposes only