



CHINA MEDICAL SYSTEM HOLDINGS LIMITED

康哲藥業控股有限公司 *

(Incorporated in the Cayman Islands with Limited Liability)

(Stock Code: 867)

FORM OF PROXY

Form of proxy for use by shareholders at the Annual General Meeting to be held at Taishan Room, Level 5, Island Shangri-La, Two Pacific Place, Supreme Court Road, Central, Hong Kong on Wednesday, 26 April 2017 at 10:00 a.m. or any adjournment thereof.

I/We ^{Note 1} _____ of _____
_____ being the registered holder of _____ shares^{Note 2} of US\$0.005 each in the share capital of China Medical System Holdings Limited (the “**Company**”) hereby appoint the Chairman of the meeting (or any adjournment thereof) or _____ of _____ to act as my/our proxy^{Note 3} at the Annual General Meeting of the Company to be held at Taishan Room, Level 5, Island Shangri-La, Two Pacific Place, Supreme Court Road, Central, Hong Kong on Wednesday, 26 April 2017 at 10:00 a.m. or any adjournment thereof and to vote on my/our behalf as indicated below Note 4 and if no such indication is given, as my/our proxy thinks fit.

As Ordinary Resolution		For	Against
1	To review, consider and adopt the audited consolidated financial statements, the reports of the Directors and the auditors of the Company for the year ended 31 December 2016		
2	To approve the recommended final dividend of RMBXXX (The dividends will be paid in the Hong Kong dollars which is converted at the applicable exchange rate published by the People’s Bank of China (the Central Bank of the PRC) on the basis of the immediately preceding business day (22 March 2017) of distributing final dividends which suggested by the Board convened) per share for the year ended 31 December 2016		
3	(a) To re-elect Ms. Chen Yanling as Executive Director		
	(b) To re-elect Ms. Sa Manlin as Executive Director		
	(c) To re-elect Mr. Cheung Kam Shing, Terry as Independent Non-executive Director		
	(d) To authorise the board of Directors to fix the Directors' remuneration		
4	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and to authorise the board of Directors to fix their remuneration		
5	To grant a general mandate to the Directors of the Company to allot, issue and otherwise deal with unissued shares of the Company [#]		
6	To grant a general mandate to the Directors of the Company to repurchase shares of the Company [#]		
7	To add the nominal amount of the shares repurchased by the Company to the general mandate granted to the Directors of the Company under resolution no.5 above [#]		

Signature: _____

Notes 5,6,7

Date: _____

*For identification purpose only

Notes :

1. Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s) and to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the share capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the meeting is preferred, please strike out "the Chairman of the meeting (or any adjournment thereof) or" and insert the name and address of the proxy desired in the space provided. A proxy need not be a shareholder of the Company.
4. If you wish to vote for the resolution, please tick "√" the box marked "For". If you wish to vote against the resolution tick "√" the box marked "Against". Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion on the resolution. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than that referred to in the notice convening the meeting.
5. This 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 duly authorised.
6. In the case of joint registered holders of any shares, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names of the holders stand in the register of shares of the Company.
7. 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 of attorney or authority) must be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, on 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
8. Any alteration made in this form must be initialed by the person(s) who sign(s) the form.

[#] *The full text of the resolution is set out in the notice of the meeting.*