



丽珠医药  
LIVZON

麗珠醫藥集團股份有限公司  
LIVZON PHARMACEUTICAL GROUP INC.\*

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

(Stock code: 1513)

Proxy Form for the Annual General Meeting for the Year 2016 to be held on Friday, 23 June 2017

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of a total of \_\_\_\_\_ <sup>(Note 2)</sup> A Shares/H Shares in the issued share capital of 麗珠醫藥集團股份有限公司 Livzon Pharmaceutical Group Inc.\* (the "Company"), hereby appoint the Chairman of the meeting or \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy <sup>(Note 3)</sup> to attend and vote for me/us and on my/our behalf at the Company's Annual General Meeting for the year 2016 (the "Annual General Meeting") (and any adjournment thereof) to be held at the Conference Room on the 3rd Floor of Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai, Guangdong Province, China at 2:00 p.m. on Friday, 23 June 2017, in accordance with the instructions indicated below.

Please tick in the appropriate box to indicate how you wish to vote <sup>(Note 4)</sup>.

Ordinary Resolutions		For	Against	Abstain
1.	To consider and approve the work report of the Board of the Company for the year 2016.			
2.	To consider and approve the work report of the Supervisory Committee of the Company for the year 2016.			
3.	To consider and approve the financial accounts report of the Company for the year 2016.			
4.	To consider and approve the reappointment of Ruihua Certified Public Accountants (LLP) (瑞華會計師事務所(特殊普通合夥)) as the auditor of the Company for the year 2017 and fix its remuneration.			
5.	To consider and approve the 2016 annual report of Livzon Pharmaceutical Group Inc*.			
6.	To consider and approve one by one the re-election and appointment of the Non-Independent Directors for the ninth session of the Board.			
6.1	To consider and approve the re-election of Mr. Zhu Baoguo (朱保國先生) as a Non-executive Director of the ninth session of the Board, and his annual director's fee of RMB90,000.			
6.2	To consider and approve the re-election of Mr. Qiu Qingfeng (邱慶豐先生) as a Non-executive Director of the ninth session of the Board, and his annual director's fee of RMB72,000.			
6.3	To consider and approve the re-election of Mr. Zhong Shan (鍾山先生) as a Non-executive Director of the ninth session of the Board, and his annual director's fee of RMB72,000.			
6.4	To consider and approve the re-election of Mr. Tao Desheng (陶德勝先生) as an Executive Director of the ninth session of the Board, and his annual director's fee of RMB72,000.			
6.5	To consider and approve the re-election of Mr. Fu Daotian (傅道田先生) as an Executive Director of the ninth session of the Board, and his annual director's fee of RMB72,000.			
6.6	To consider and approve the appointment of Mr. Xu Guoxiang (徐國祥先生) as an Executive Director of the ninth session of the Board, and his annual director's fee of RMB72,000.			
7.	To consider and approve one by one the re-election of the Independent Directors for the ninth session of the Board.			
7.1	To consider and approve the re-election of Mr. Xu Yanjun (徐焱軍先生) as an Independent Non-executive Director of the ninth session of the Board, and his annual director's fee of RMB96,000.			
7.2	To consider and approve the re-election of Mr. Guo Guoqing (郭國慶先生) as an Independent Non-executive Director of the ninth session of the Board, and his annual director's fee of RMB96,000.			
7.3	To consider and approve the re-election of Mr. Wang Xiaojun (王小軍先生) as an Independent Non-executive Director of the ninth session of the Board, and his annual director's fee of RMB96,000.			
7.4	To consider and approve the re-election of Mr. Zheng Zhihua (鄭志華先生) as an Independent Non-executive Director of the ninth session of the Board, and his annual director's fee of RMB96,000.			
7.5	To consider and approve the re-election of Mr. Xie Yun (謝耘先生) as an Independent Non-executive Director of the ninth session of the Board, and his annual director's fee of RMB96,000.			
8.	To consider and approve one by one the re-election of the Supervisors of the ninth session of the Supervisory Committee.			
8.1	To consider and approve the re-election of Mr. Huang Huamin (黃華敏先生) as a Supervisor of the ninth session of the Supervisory Committee, and his annual supervisor's fee of RMB36,000.			
8.2	To consider and approve the re-election of Mr. Tang Yin (湯胤先生) as a Supervisor of the ninth session of the Supervisory Committee, and his annual supervisor's fee of RMB36,000.			
9.	To consider and approve the adjustment to the fund-raising investment project plan of the non-public issuance of A shares of the Company.			
10.	To consider and approve the proposed disposal of 100% equity interest of a subsidiary, Zhuhai Weixing Shiye Co., Ltd. (珠海維星實業有限公司).			
11.	To consider and approve the grant of full mandate to the board and its authorizers for conducting the equity transfer of Zhuhai Weixing Shiye Co., Ltd. (珠海維星實業有限公司).			
Special Resolutions				
12.	To consider and approve the 2016 Annual Profit Distribution Plan of the Company.			
13.	To consider and approve the Company's facility financing and provision of financing guarantees to its subsidiaries.			
14.	To consider and approve the grant of general mandate to the Board for issuing of shares.			

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

Signature <sup>(Note 5)</sup>: \_\_\_\_\_

\* For identification purpose only

*Notes:*

1. Please insert the full name(s) and registered address(es) in **BLOCK CAPITALS**.
2. Please delete as appropriate for the class of share(s), and insert the number of share(s) registered under your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the numbers and classes of shares of the Company registered under your name(s). If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
3. If any proxy other than the Chairman is preferred, strike out "the Chairman of the meeting" and insert the name and address of the proxy desired in the space provided. Any shareholder of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more persons as his proxy to attend and vote in his stead. The proxy need not be a shareholder of the Company.
4. **IMPORTANT: If you wish to vote for a resolution, please tick in the box marked "For". If you wish to vote against a resolution, please tick in the box marked "Against". If you wish to abstain from voting on a resolution, please tick in the box marked "Abstain"**. If no direction is given, your proxy may vote or abstain as he/she thinks fit. Save as otherwise indicated in this proxy form by you, your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the Annual General Meeting. Any abstain vote will be counted in the calculation of the required majority. Where any shareholder is, under the rules governing the listing of securities on the Stock Exchange of Hong Kong limited, required to abstain from voting on any particular resolution or restricted to vote only for or only against any particular resolution, any votes cast by or on behalf of such shareholder in contravention of such requirement or restriction shall not be counted.
5. This proxy form must be signed by the shareholder or his/her/its attorney duly authorised in writing. Where the shareholder is a legal person, the proxy form should be executed under its common seal or under the hand of its director or a legal representative or an attorney duly authorised to sign the same. If the proxy form is signed by an authorised person, the power of attorney or other documents of authorisation must be notarised. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
6. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted by the Company to the exclusion of the votes any other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
7. To be valid, this proxy form and the notarised power of attorney or other documents of authorisation (if any) must be delivered to the Secretariat of the Board at Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai, Guangdong Province, China (postal code: 519090) (for A Shareholders) or the H Share Registrar of the Company, Tricor Investor Services Limited (for H Shareholders) of Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 24 hours before the holding of the Annual General Meeting.
8. Completion and return of the proxy form will not preclude you from attending and voting at the Annual General Meeting and any adjournment thereof in person, and in such event, this proxy form shall be deemed to be revoked.