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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)

OVERSEAS REGULATORY ANNOUNCEMENT

REPORT ON THE PUBLIC SOLICITATION OF VOTING RIGHTS

BY THE INDEPENDENT NON-EXECUTIVE DIRECTOR

This announcement is made by the board of directors (the “**Board**”) of 麗珠醫藥集團股份有限公司 Livzon Pharmaceutical Group Inc.* (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

IMPORTANT NOTE:

In accordance with relevant provisions of the Administration Measures on Share Incentives of Listed Companies (《上市公司股權激勵管理辦法》) (the “**Administrative Measures**”) issued by the China Securities Regulatory Commission (the “**CSRC**”) and pursuant to the appointment by other independent non-executive directors of Livzon Pharmaceutical Group Inc.*, Mr. Guo Guoqing, an independent non-executive director, as the soliciting party, hereby solicits voting rights from all shareholders of the Company in connection with the resolutions to be considered at the 2018 Third Extraordinary General Meeting, the 2018 Third Class Meeting of A Shareholders and the 2018 Third Class Meeting of H Shareholders to be held on 5 September 2018.

The CSRC, the Shenzhen Stock Exchange, The Stock Exchange of Hong Kong Limited and other government departments make no representation as to the truthfulness, accuracy or completeness of this report and take no responsibility for the contents of this report. Any representation to the contrary is a false statement.

I. REPRESENTATION FROM THE SOLICITING PARTY

In accordance with the relevant provisions of the Administrative Measures and the appointment by other independent non-executive directors of the Company, I, Guo Guoqing, as the soliciting party, have prepared and signed this report (the “**Report**”) in connection with the solicitation of voting rights from all shareholders of the Company in respect of all resolutions to be considered at the 2018 Third Extraordinary General Meeting, the 2018 Third Class Meeting of A Shareholders and the 2018 Third Class Meeting of H Shareholders of the Company.

The soliciting party undertakes that there are no false information, misleading representation or material omissions in the Report and accepts legal responsibility for the truthfulness, accuracy and completeness of its contents. The soliciting party also warrants that it will not take advantage of this solicitation of voting rights to engage in any insider dealings, market manipulation or any other fraudulent act in securities transactions.

The current solicitation of voting rights is being conducted without any consideration. The Report is being published on the information disclosure media designated by the Company and there is no unauthorised dissemination of information. This solicitation is conducted solely to fulfill the duties of independent directors of listed companies. The information contained herein has no false or misleading statements or material omission.

The solicitation of voting rights by the soliciting party has been approved by other independent non-executive directors of the Company. The performance of duties stated in the Report will not violate or conflict with laws, regulations and any provisions of the articles of association or the Company’s internal system.

II. BASIC CORPORATE INFORMATION AND THE SUBJECT OF SOLICITATION

(I) Basic information

Company Name: 麗珠醫藥集團股份有限公司

Company’s English Name: LIVZON PHARMACEUTICAL GROUP INC. *

Abbreviation of the Company’s Chinese name: 麗珠集團

Abbreviation of the Company’s English name: LIVZON GROUP

Company’s first registration date: 26 January 1985

Company’s registered capital: RMB719,050,240

Unified social credit code: 914404006174883094

Stock exchanges on which the Company’s shares are listed: Shenzhen Stock Exchange (A shares)/The Stock Exchange of Hong Kong Limited (H shares)

Stock abbreviations: LIVZON GROUP (A shares)/LIVZON PHARMA (H shares)

Stock codes: 000513.SZ (A shares)/01513.HK (H shares)

Company’s legal representative: Zhu Baoguo

Secretariat to the Company’s board of directors: Yang Liang

Registered address: Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai City, Guangdong Province

Company's correspondence address: Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai City, Guangdong Province

Company's postal code: 519090

Company's telephone number: 0756-8135888

Company's facsimile number: 0756-8891070

Company's website: www.livzon.com.cn

Company's email: LIVZON_GROUP@livzon.com.cn

Principal place of business in Hong Kong: Room 1301, 13/F., China Evergrande Centre, 38 Gloucester Road, Wanchai, Hong Kong

(II) Subject of solicitation

The solicitation of voting rights by the soliciting party from all shareholders of the Company, A shareholders of the Company, H shareholders of the Company is in connection with the resolutions to be considered at the 2018 Third Extraordinary General Meeting, the 2018 Third Class Meeting of A Shareholders and the 2018 Third Class Meeting of H Shareholders, respectively.

According to the Company's "Supplemental Notice of the 2018 Third Extraordinary General Meeting and the 2018 Third Class Meeting of Holders of A Shares" and "Supplemental Notice of the 2018 Third Class Meeting of H Shareholders", except adding a special resolution "2018 Share Options Incentive Scheme of the Company (Revised Draft) and its summary" and cancellation of the original relevant special resolution "2018 Share Options Incentive Scheme of the Company (Draft) and its summary", all other matters remain unchanged.

All the resolutions which shall be considered by the shareholders were approved at the 16th meeting of the ninth session of the Board, the 12th meeting of the ninth session of the Supervisory Committee of the Company, 18th meeting of the ninth session of the Board and the 14th meeting of the ninth session of the Supervisory Committee of the Company. For details, please refer to the relevant announcements dated 18 July 2018 and 18 August 2018 published by the Company on the China Securities Journal, Securities Times, Securities Daily, Shanghai Securities News and www.cninfo.com.cn.

III. BASIC INFORMATION OF THE GENERAL MEETING AND SHAREHOLDERS' CLASS MEETINGS

(I) For A Shareholders:

Please refer to the Notice of the 2018 Third Extraordinary General Meeting and 2018 Third Class Meeting of A Shareholders of Livzon Pharmaceutical Group Inc.* published by the Company on China Securities Journal, Securities Times, Securities Daily, Shanghai Securities News and www.cninfo.com.cn on 18 July 2018.

Please refer to the Supplemental Notice of the 2018 Third Extraordinary General Meeting and 2018 Third Class Meeting of A Shareholders of Livzon Pharmaceutical Group Inc.* published by the

Company on China Securities Journal, Securities Times, Securities Daily, Shanghai Securities News and www.cninfo.com.cn on 18 August 2018.

(II) For H Shareholders:

Please refer to the Notice of the 2018 Third Extraordinary General Meeting of Livzon Pharmaceutical Group Inc.* and the Notice of the 2018 Third Class Meeting of H Shareholders of Livzon Pharmaceutical Group Inc.* despatched by the Company to H Shareholders on 18 July 2018, and the Supplemental Notice of the 2018 Third Extraordinary General Meeting of Livzon Pharmaceutical Group Inc.* and the Supplemental Notice of the 2018 Third Class Meeting of H Shareholders of Livzon Pharmaceutical Group Inc.* despatched by the Company to H Shareholders on 18 August 2018 (collectively referred to as the “**Notices of H Shareholders**”).

IV. BASIC INFORMATION OF THE SOLICITING PARTY

(I) The soliciting party of this solicitation of voting rights is Mr. Guo Guoqing, currently an independent director, the basic information of whom is as follows:

Mr. Guo Guoqing (郭國慶先生), aged 55, is currently an independent non-executive director, the Chairman of the Remuneration and Assessment Committee and a member of the Audit Committee and Nomination Committee of the Company. Mr. Guo obtained his doctoral degree in economics from Renmin University of China (中國人民大學) in January 1998. Mr. Guo is a committee member of the 7th All-China Youth Federation (全國青聯), 8th, 9th and 10th CPPCC National Committee (全國政協), a member of the 11th National People’s Congress (全國人大). He is one of the experts entitled to special subsidy granted by the State Council of the PRC. Mr. Guo has successively been a deputy director of the School of Trade Economics, the vice-president of the Faculty of Business Administration of Renmin University of China and the vice chairman of China Marketing Association of University (中國高校市場學研究會). Mr. Guo is currently a professor and doctoral tutor of the School of Business of Renmin University of China (中國人民大學) and the director of PRC marketing research centre of Renmin University of China (中國人民大學). Mr. Guo is also a consultant of China Marketing Association of University (中國高校市場學研究會), the vice-president of PRC Business History Society (中國商業史學會), an expert of the Management Science Review Panel of the National Natural Science Foundation of China (國家自然科學基金委員會管理科學部評審組) and the deputy editor-in-chief of the Journal of Chinese Marketing (《中國營銷學報》). Mr. Guo has been the independent non-executive director of the Company from June 2013 to present.

(II) The soliciting party has not been subject to any punishment as a result of securities transaction activities in violation of laws, and has not involved in any material civil litigation or arbitration relating to economic disputes.

(III) The soliciting party and his primary direct family members have not reached any agreement or arrangement in respect of the Company’s equity interests. There are no interests at stake between him, as an independent director, and the directors, senior management and substantial shareholders of the Company and their respective connected parties, nor does he have any interest in the subject matter of solicitation.

V. THE SOLICITING PARTY’S VOTE IN RESPECT OF THE SUBJECT MATTER OF SOLICITATION

As an independent director, the soliciting party attended the 16th meeting of the ninth session of the Board of the Company held on 17 July 2018 and the 18th meeting of the ninth session of the Board of the Company held on 17 August 2018, and voted in favor of the “2018 Share Options Incentive Scheme of Livzon Pharmaceutical Group Inc.* (Revised Draft)” and its summary, the “Administrative Measures for Appraisal System of the 2018 Share Options Incentive Scheme of Livzon Pharmaceutical Group Inc.*” and the “At the general meeting for granting mandate to the board of directors to deal with matters regarding the 2018 Share Options Incentive Scheme”.

VI. THE SOLICITATION SCHEME

The soliciting party has prepared a proposal for the solicitation of voting rights in accordance with the prevailing laws, regulations and regulatory documents of the People’s Republic of China and the articles of association of Livzon Pharmaceutical Group Inc.*, the details of which are as follows:

(I) Target of solicitation: All A Shareholders of the Company whose name appear on the register of members kept at the Shenzhen branch of China Securities Depository and Clearing Corporation Limited upon the close of trading at 3:00 p.m. on Friday, 31 August 2018, and all H Shareholders shown in the register maintained by Tricor Investor Services Limited on Friday, 3 August 2018 at 4:30 p.m.

(II) Solicitation period: From the date of record to 24 hours before the holding of the Extraordinary General Meeting, the Class Meeting of A Shareholders or the Class Meeting of H Shareholders.

(III) Method of solicitation: Open solicitation of voting rights by way of announcement on the China Securities Journal, Securities Times, Securities Daily, Shanghai Securities News and www.cninfo.com.cn and the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk).

(IV) Procedures and steps of solicitation:

Step 1: Targets of solicitation who decide to appoint the soliciting party as proxies to vote on their behalf should complete the proxy form for the solicitation of voting rights by the independent directors (collectively the “**Proxy Forms**” or individually the “**Proxy Form**”) in the format and content specified in the Proxy Form for the solicitation of voting rights by the independent directors in the annex to the Report (for A Shareholders) or the Proxy Form for the solicitation of voting rights by the independent directors dispatched together with the Notices of H Shareholders (for H Shareholders).

Step 2: The Proxy Form signed by the shareholders together with other related documents should be returned to the office of the Secretariat of the board of the Company appointed by the soliciting party. The Proxy Form and other relevant documents should be received and signed by the office of the Secretariat of the board of the Company:

For A Shareholders:

1. In case of a legal person/corporate shareholder who appoints the soliciting party as its proxy, a duplicate copy of its business license, the original copy of the identification document of its legal representative/proxy representative, the duplicate copy of the identification document of its legal

representative/proxy representative, the original copy of the Proxy Form and the duplicate copy of the legal person/corporate shareholder's account card should be provided. The legal representative/proxy representative should sign and the company seal should be affixed on each page of all documents provided by the legal person/corporate shareholder;

2. In case of an individual shareholder who appoints the soliciting party as his/her proxy, a duplicate copy of his identification document, the original copy of the Proxy Form and the duplicate copy of the shareholder's account card should be provided;

3. Proxy Forms signed by other persons on behalf of the shareholders should be notarised and the notarisation letter should be provided together with the original copy of the Proxy Form. Notarisation is not required for Proxy Forms signed by shareholders themselves or legal representatives/proxy of legal person shareholders.

For H Shareholders:

H Shareholders should complete and sign the Proxy Form in accordance with the instructions set out in the Proxy Form for solicitation of voting rights by independent non-executive directors annexed to the Notices of H Shareholders. Proxy Forms signed by other persons on behalf of the shareholders should be notarised and the notarisation letter should be provided together with the original copy of the Proxy Form. Notarisation is not required for Proxy Forms signed by shareholders themselves or legal representatives of legal person shareholders.

Step 3: Shareholders appointing the soliciting party as their proxies should deliver the Proxy Forms and relevant documents to the address specified in the Report by courier, registered post or express mail within the solicitation period after the relevant documents have been prepared in accordance with Step 2 above. In case of registered post or express mail, the time of receipt is deemed to be the time of receipt by the office of the Secretariat of the board of the Company.

1. A Shareholders appointing the soliciting party as their proxies should deliver the Proxy Forms and the relevant documents to the address and the addressee specified below:

Address: Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai City, Guangdong Province

Addressee: Office of the Secretariat of the board of directors, Livzon Pharmaceutical Group Inc. *

Postal Code: 519090

Telephone: 0756-8135888

Facsimile: 0756-8891070

All documents for submission should be properly sealed and the contact telephone numbers and contact persons of the shareholders should be provided. The words "Proxy Form for the Solicitation of Voting Rights by Independent Directors" should be clearly indicated.

2. H Shareholders appointing the soliciting party as their proxies should deliver the Proxy Forms and the relevant documents to the address specified below:

Address: Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong

Addressee: Tricor Investor Services Limited

Telephone: 852-29801333

Facsimile: 852-28108185

All documents for submission should be properly sealed and the contact telephone numbers and contact persons of the shareholders should be provided. The words "Proxy Form for the Solicitation of Voting Rights by Independent Directors" should be clearly indicated.

Step 4: Votes to be confirmed as valid by attesting lawyer.

Attesting lawyers of the legal firm should verify the above documents provided by the legal person/corporate shareholders and individual shareholders. Appointment verified to be valid shall be given to the soliciting party by the attesting lawyers.

(V) Appointment will be confirmed as valid upon full compliance with the following conditions after all the required documents to be provided by the shareholders appointing the soliciting party as their proxies have been duly delivered and verified:

1. The Proxy Forms and the required documents having been delivered to the designated address in accordance with the solicitation procedures set out in the Report;

2. The Proxy Forms and the required documents having been submitted within the solicitation period;

3. The Proxy Forms having been completed and signed by the shareholders in the form specified in the annex to the Report (for A Shareholders) or the Proxy Form for the solicitation of voting rights by the independent directors dispatched together with the Notices of H Shareholders (for H Shareholders) with clear and specific authorisation and the required documents submitted being complete and valid;

4. The Proxy Form and the required documents provided being consistent with records of the register of members.

(VI) Where a shareholder gives duplicate voting instruction to the soliciting party in respect of the matters for which the voting rights are being solicited, the latest Proxy Form signed by the shareholder, or the latest Proxy Form received by the Company if the timing of the signature could not be ascertained, shall be deemed as the valid one.

(VII) A shareholder may attend the meeting in person or by proxy notwithstanding the appointment of the soliciting party as his/her proxy to exercise the solicited voting rights.

(VIII) The soliciting party may act in accordance with the followings with respect to a valid appointment:

1. A shareholder may expressly revoke in writing his/her previous appointment of the soliciting party as his/her proxy 24 hours before the general meeting, in which case the soliciting party shall treat the proxy as invalid;

2. Where a shareholder has appointed persons other than the soliciting party as proxy to exercise the solicited voting right and to be registered for attending the meeting, and where such shareholder expressly revokes in writing his/her appointment of the soliciting party prior to on-site registration at the meeting, the soliciting party shall treat the appointment of the soliciting party as invalid. In case of any duplicated appointment of proxy with different authorisation, only the latest Proxy Form signed by the shareholder shall be valid. If the time of signature could not be ascertained, only the latest received Proxy Form shall be valid;

3. Shareholders should specify in the Proxy Form their voting instructions in respect of the matters for which voting rights are being solicited and check either “For”, “Against” or “Abstain” as appropriate. Any proxy for which more than one or no voting direction is indicated shall be deemed invalid;

4. Only one vote should be casted to the same resolution. For those resolutions voted with more than one votes (including on-site, vote by proxy and internet voting), the first vote shall prevail. If the time of vote could not be ascertained, and if there is inconsistency between the voting instructions for the same resolution on the applicable proxy forms used for the 2018 Third Extraordinary General Meeting, the 2018 Third Class Meeting of A Shareholders and the 2018 Third Class Meeting of H Shareholders, or other voting methods and the Proxy Form for solicitation of voting rights by independent directors, the voting instruction on the Proxy Form for solicitation of voting rights by independent directors shall prevail.

VII. SPECIAL NOTICE

Due to the special nature of the solicitation of voting rights, the attesting lawyer will only perform examination on the format of the proxy forms submitted by shareholders pursuant to the Report, but will not perform substantive examination on whether the execution and stamping on the Proxy Forms and related documents are made by shareholders themselves. Proxy forms and related documents which are in compliance with the format stipulated in this Report will be taken as valid. As such, shareholders are reminded to protect their own voting rights from misuse by others. Should the shareholders are in doubt of any content of the Report, please consult professional advisers accordingly.

Soliciting Party: Guo Guoqing

Zhuhai, China

18 August 2018

As at the date of this announcement, the Executive Directors of the Company are Mr. Tao Desheng (Vice Chairman and President), Mr. Fu Daotian (Vice President) and Mr. Xu Guoxiang (Vice President); the Non-executive Directors of the Company are Mr. Zhu Baoguo (Chairman) and Mr. Qiu Qingfeng; and the Independent Non-executive Directors of the Company are Mr. Xu Yanjun, Mr. Guo Guoqing, Mr. Wang Xiaojun, Mr. Zheng Zihua and Mr. Xie Yun.

** For identification purpose only*

Annex 1: Revised Proxy Form for the Solicitation of Voting Rights by Independent Director for Use at the 2018 Third Extraordinary General Meeting of the Company (for A Shareholders)

Revised Proxy Form for the Solicitation of Voting Rights by Independent Director for Use at the 2018 Third Extraordinary General Meeting of Livzon Pharmaceutical Group Inc. *

I/our company _____ confirm as the proxy that I/we have, prior to signing this Independent Director’s Solicitation Proxy Form, read carefully the Report on the Solicitation of Voting Rights by the Independent Directors of Livzon Pharmaceutical Group Inc.* prepared and published by the soliciting party for the current solicitation of voting rights, the Notice of the 2018 Third Extraordinary General Meeting and the 2018 Third Class Meeting of A Shareholders of Livzon Pharmaceutical Group Inc.*, the Supplemental Notice of the 2018 Third Extraordinary General Meeting and the 2018 Third Class Meeting of A Shareholders of Livzon Pharmaceutical Group Inc.* and other relevant documents, been sufficiently informed about details relating to the current solicitation of voting rights. I/our company have the right to, prior to registering for the on-site meeting, revoke the appointment of the soliciting party under this Independent Director’s Solicitation Proxy Form or to amend the contents of this Independent Director’s Solicitation Proxy Form anytime in accordance with procedures specified in the Report on the Solicitation of Voting Rights by the Independent Directors.

I/our company have the right to revoke the appointment of the soliciting party under this Independent Director’s Solicitation Proxy Form or to amend the contents of this Independent Director’s Solicitation Proxy Form anytime in accordance with procedures specified in the Report on the Solicitation of Voting Rights by the Independent Directors.

As the proxy, I/our company hereby appoint Mr. Guo Guoqing, an Independent Director of Livzon Pharmaceutical Group Inc.*, as my/our proxy to attend the 2018 Third Extraordinary General Meeting of Livzon Pharmaceutical Group Inc.* and to exercise the voting rights in respect of matters contained in this Independent Director’s Solicitation Proxy Form in accordance with instructions stipulated herein.

My/our company’s voting directions in respect of the matters for which voting rights are being solicited are as follows:

No.	Special Resolutions	For	Against	Abstain
1.00	To consider and approve the 2018 Share Options Incentive Scheme of the Company (Revised Draft) and its summary:			
1.01	Basis for determining the Incentive Participants and the scope of Incentive Participants;			
1.02	Source, number and allocation of the Share Options;			
1.03	Validity period, date of grant, vesting period, exercise date and lock-up period of the Share Options Incentive Scheme;			
1.04	Exercise price of the Share Options and basis for			

	determination;			
1.05	Conditions of grant and exercise of the Share Options;			
1.06	Methods and procedures for adjustments for the Share Options Incentive Scheme;			
1.07	Accounting treatment of the Share Options;			
1.08	Procedures for implementation of the Share Options Incentive Scheme;			
1.09	Respective rights and obligations of the Company and the Incentive Participants;			
1.10	Handling unusual changes of the Company and the Incentive Participants.			
2.00	To consider and approve the Administrative Measures for Appraisal System of the 2018 Share Options Incentive Scheme of the Company.			
3.00	To consider and approve at the general meeting for granting mandate to the board of directors to deal with matters regarding the 2018 Share Options Incentive Scheme.			

Note: A symbol “✓” must be put into the above boxes in this proxy form to indicate voting decisions. A proxy must place a “✓” next to boxes of for, against or abstain according to his/her own will for voting on the above resolutions. Only one tick should be placed in each resolution. If there is more than one or no voting instruction given by the proxy, the voting is deemed to be void.

Name of appointing party
(Signature and seal): _____

Name of proxy
(Signature): _____

Business license number or
identity card number of
appointing party: _____

Identity card
number of proxy: _____

Share account no.
of appointing party: _____

Number of shares
held by appointing
party: _____

Date of signature: _____

Effective period for the above appointment: Starting from the date of signature to the conclusion of the 2018 Third Extraordinary General Meeting of Livzon Pharmaceutical Group Inc.*

(Note: copies of this form shall also be valid)

* For identification purpose only

Annex 2: Revised Proxy Form for the Solicitation of Voting Rights by Independent Director for Use at the 2018 Third Class Meeting of A Shareholders of the Company (for A Shareholders)

Revised Proxy Form for the Solicitation of Voting Rights by Independent Director for Use at the 2018 Third Class Meeting of A Shareholders of Livzon Pharmaceutical Group Inc.*

I/our company_____ confirm as the proxy that I/we have, prior to signing this Independent Director’s Solicitation Proxy Form, read carefully the Report on the Solicitation of Voting Rights by the Independent Directors of Livzon Pharmaceutical Group Inc.* prepared and published by the soliciting party for the current solicitation of voting rights, the Notice of the 2018 Third Extraordinary General Meeting and the 2018 Third Class Meeting of A Shareholders of Livzon Pharmaceutical Group Inc.*, the Supplemental Notice of the 2018 Third Extraordinary General Meeting and the 2018 Third Class Meeting of A Shareholders of Livzon Pharmaceutical Group Inc.* and other relevant documents, been sufficiently informed about details relating to the current solicitation of voting rights. I/our company have the right to, prior to registering for the on-site meeting, revoke the appointment of the soliciting party under this Independent Director’s Solicitation Proxy Form or to amend the contents of this Independent Director’s Solicitation Proxy Form anytime in accordance with procedures specified in the Report on the Solicitation of Voting Rights by the Independent Directors.

I/our company have the right to revoke the appointment of the soliciting party under this Independent Director’s Solicitation Proxy Form or to amend the contents of this Independent Director’s Solicitation Proxy Form anytime in accordance with procedures specified in the Report on the Solicitation of Voting Rights by the Independent Director.

As the proxy, I/our company hereby appoint Mr. Guo Guoqing, an Independent Director of Livzon Pharmaceutical Group Inc.*, as my/our proxy to attend the 2018 Third Class Meeting of A Shareholders of Livzon Pharmaceutical Group Inc.* and to exercise the voting rights in respect of matters contained in this Independent Director’s Solicitation Proxy Form in accordance with instructions stipulated herein.

My/our company’s voting directions in respect of the matters for which voting rights are being solicited are as follows:

	Special Resolutions	For	Against	Abstain
1.00	To consider and approve the 2018 Share Options Incentive Scheme of the Company (Revised Draft) and its summary:			
1.01	Basis for determining the Incentive Participants and the scope of Incentive Participants;			
1.02	Source, number and allocation of the Share Options;			
1.03	Validity period, date of grant, vesting period, exercise date and lock-up period of the Share Options Incentive Scheme;			
1.04	Exercise price of the Share Options and basis for			

	determination;			
1.05	Conditions of grant and exercise of the Share Options;			
1.06	Methods and procedures for adjustments for the Share Options Incentive Scheme;			
1.07	Accounting treatment of the Share Options;			
1.08	Procedures for implementation of the Share Options Incentive Scheme;			
1.09	Respective rights and obligations of the Company and the Incentive Participants;			
1.10	Handling unusual changes of the Company and the Incentive Participants.			
2.00	To consider and approve the Administrative Measures for Appraisal System of the 2018 Share Options Incentive Scheme of the Company.			
3.00	To consider and approve at the general meeting for granting mandate to the board of directors to deal with matters regarding the 2018 Share Options Incentive Scheme.			
<p>Note: A symbol “✓” must be put into the above boxes in this proxy form to indicate voting decisions. A proxy must place a “✓” next to boxes of for, against or abstain according to his/her own will for voting on the above resolutions. Only one tick should be placed in each resolution. If there is more than one or no voting instruction given by the proxy, the voting is deemed to be void.</p>				

Name of appointing party
(Signature and seal): _____

Name of proxy
(Signature): _____

Business license number or
identity card number of
appointing party: _____

Identity card
number of proxy: _____

Share account no.
of appointing party: _____

Number of shares
held by appointing
party: _____

Date of signature: _____

Effective period for the above appointment: Starting from the date of signature to the conclusion of the 2018 Third Class Meeting of A Shareholders of Livzon Pharmaceutical Group Inc.*

(Note: copies of this form shall also be valid)

* For identification purpose only