



**華潤醫藥集團有限公司**  
**China Resources Pharmaceutical Group Limited**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 3320)**

**Proxy form for use at the Annual General Meeting (“AGM”) of China Resources Pharmaceutical Group Limited (the “Company”) to be held at 50th Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong on Friday, 19 May 2017 at 10:00 a.m. and at any adjournment thereof.**

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ shares <sup>(note 2)</sup>  
of the Company, hereby appoint the Chairman of the AGM or <sup>(note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy at the AGM of the Company to be held at 50th Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong on Friday, 19 May 2017 at 10:00 a.m. and at any adjournment thereof and to vote on my/our behalf as indicated below <sup>(note 4)</sup>.

Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 13 April 2017.

ORDINARY RESOLUTIONS		FOR <sup>(note 4)</sup>	AGAINST <sup>(note 4)</sup>
1.	To receive and consider the audited financial statements, the directors' report and the independent auditor's report of the Company for the year ended 31 December 2016.		
2.	To declare a final dividend of HK0.09 per share for the year ended 31 December 2016.		
3.	(1) To re-elect Mr. LI Guohui as Director.		
	(2) To re-elect Mr. CHEN Rong as Director.		
	(3) To re-elect Mr. YU Zhongliang as Director.		
	(4) To re-elect Ms. WANG Jing as Director.		
	(5) To authorise the Board to fix the remuneration of the Directors.		
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the Board to fix their remuneration.		
5.	Ordinary Resolution in item No.5 of the Notice of Annual General Meeting (To give a general mandate to the Directors to buy back shares of the Company).		
6.	Ordinary Resolution in item No.6 of the Notice of Annual General Meeting (To give a general mandate to the Directors to issue new shares of the Company).		
7.	Ordinary Resolution in item No.7 of the Notice of Annual General Meeting (To extend the general mandate to be given to the Directors to issue new shares of the Company).		

Dated this \_\_\_\_\_ 2017 Shareholder's signature <sup>(note 5)</sup>: \_\_\_\_\_

**Notes:**

- Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all the shares in the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out "the Chairman of the AGM or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any of the boxes for each item will entitle your proxy to cast his votes on the relevant resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- This proxy form must be signed by you or your attorney duly authorised in writing or in the case of a corporation must be either under its common seal or under the hand of an officer or attorney duly authorised.
- Where there are joint registered holders of any share, any one of such persons may vote at any 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 be present at any meeting in person or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be deposited at the Company's registered office at 41st Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong not less than 48 hours before the time for holding the AGM or any adjournment thereof.
- Any member of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and deposit of this proxy form will not preclude you from attending and voting at the AGM if you so wish.

**PERSONAL INFORMATION COLLECTION STATEMENT**

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- Your Personal Data is supplied to the Company on a voluntary basis for the purpose of processing your request for appointment of a proxy or proxies and your voting instructions for the AGM. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this proxy form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Personal Data Privacy Officer of the Company's share registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong.