



EXTRAWELL PHARMACEUTICAL HOLDINGS LIMITED

精優藥業控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock code: 00858)

PROXY FORM

FORM OF PROXY FOR USE BY SHAREHOLDERS

AT THE SPECIAL GENERAL MEETING TO BE HELD AT 3:00 P.M. ON TUESDAY, 15 JULY 2014

I/We¹, _____
of _____
being the registered holder(s) of ² _____ shares of HK\$0.01 each in
the share capital of **Extrawell Pharmaceutical Holdings Limited** (the “Company”) **HEREBY APPOINT**³
_____ of
_____ or failing him/her,
the chairman of the special general meeting of the Company to be held at Monaco Room, Basement 1, Regal
Hongkong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong on Tuesday, 15 July 2014 at 3:00 p.m. (and
at any adjournment thereof, as the case may be) (the “SGM”) as my/our proxy to attend and vote for me/us
and on my/our behalf at the SGM in respect of the ordinary resolution set out in the notice convening the
SGM (the “Notice”) as hereunder indicated, and if no such indication is given, as my/our proxy thinks fit:

ORDINARY RESOLUTION [#]		FOR ⁴	AGAINST ⁴
1.	To approve, among others, the Disposal Agreement and the transactions contemplated thereunder as set out in paragraph (a) of the resolution in the Notice and the Directors are duly authorized to do all such further acts and things which are in their opinion, necessary, appropriate, desirable or expedient to implement or give effect to the terms, or the transactions contemplated by the Disposal Agreement and the exercise of the conversion rights attaching to the Convertible Bonds as set out in paragraph (b) of the resolution in the Notice.		

Terms used herein and full text of the resolution are set out in the Notice

Signature(s)^{5, 6, 7, 8} _____

Date _____ 2014

Notes:

- (1) Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The name of all joint registered holders should be stated.
- (2) Please insert the number of shares registered in your name(s) to which the 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) A proxy need not be a member of the Company. If you wish to appoint some person other than the chairman of the SGM as your proxy, please delete the words “the chairman of the special general meeting of the Company” and insert the name and address of the person appointed in the space provided.
- (4) If you wish to vote for the resolution set out above, please tick (“✓”) the box marked “For”. If you wish to vote against the resolution, please tick (“✓”) the box marked “Against”. If the form returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his/her discretion in respect of the resolution. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the SGM other than those set out in the notice convening the SGM or any adjourned meeting.
- (5) In the case of joint holders, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the SGM, either in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- (6) The form of proxy must be signed by a shareholder, or his/her attorney duly authorized in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorized.
- (7) In order to be valid, the 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 or authority must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the SGM or any adjournment thereof.
- (8) Any alteration made to this form should be initialed by the person who signs the form.

* For identification purpose only