



**China Health Group Limited**  
**中國衛生集團有限公司**

(Carrying on business in Hong Kong as CHG HS Limited)

(Incorporated in Bermuda with limited liability)

(Stock Code: 673)

**SECOND PROXY FORM FOR USE BY SHAREHOLDERS**  
**AT THE SPECIAL GENERAL MEETING**

I/We<sup>(1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>(2)</sup> \_\_\_\_\_ ordinary shares of HK\$0.1 each  
in the capital of China Health Group Limited 中國衛生集團有限公司 (the “Company”), HEREBY APPOINT THE  
CHAIRMAN OF THE MEETING or<sup>(3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote on my/our behalf at the special general meeting of the Company to be held at 11:00 a.m. on  
Sunday, 5 June 2016 at Lower Lobby, Novotel Century Hong Kong Hotel, 28 Jaffe Road, Wanchai, Hong Kong (and any  
adjournment thereof) (the “Meeting”) in respect of the resolutions set out in the notice convening the Meeting (with or without  
modifications) as directed below or if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION		FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
1.	The maximum number of directors be set at 35 with immediate effect.		
SPECIAL RESOLUTION		FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
2.	Each of the directors appointed to the board of directors of the Company between 6 April 2016 and the time immediately before the holding of the Meeting be removed as a director of the Company.		
ORDINARY RESOLUTIONS		FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
3.	Mr. Weng Yu (翁羽) be appointed as an executive director of the Company with immediate effect.		
4.	Mr. Wang Yongqing (王永慶) be appointed as an executive director of the Company with immediate effect.		
5.	Mr. Ying Wei (應偉) be appointed as a non-executive director of the Company with immediate effect.		
6.	Mr. Zhang Song (張松) be appointed as a non-executive director of the Company with immediate effect.		
7.	Ms. Wei Changying (韋長英) be appointed as a non-executive director of the Company with immediate effect.		
8.	Mr. Pei Kewei (裴克煒) be appointed as a non-executive director of the Company with immediate effect.		
9.	Mr. Xing Yong (邢勇) be appointed as a non-executive director of the Company with immediate effect.		
10.	Mr. Wang Zili (王梓立) be appointed as a non-executive director of the Company with immediate effect.		
11.	Ms. Wang Fang (王芳) be appointed as a non-executive director of the Company with immediate effect.		
12.	Mr. Yang Cheng (楊誠) be appointed as a non-executive director of the Company with immediate effect.		
13.	Mr. Wang Xiaolin (王小林) be appointed as a non-executive director of the Company with immediate effect.		
14.	Mr. Huang Bin (黃斌) be appointed as a non-executive director of the Company with immediate effect.		
15.	Mr. Wang Yuexiang (王岳祥) be appointed as a non-executive director or the Company with immediate effect.		
16.	Ms. He Lijuan (賀俐娟) be appointed as a non-executive director of the Company with immediate effect.		

ORDINARY RESOLUTIONS		FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
17.	Mr. Xiao Zuhe (肖祖核) be appointed as an independent non-executive director of the Company with immediate effect.		
18.	Mr. Wang Qingyou (王清友) be appointed as an independent non-executive director of the Company with immediate effect.		
19.	Mr. Zou Lian (鄒練) be appointed as an independent non-executive director of the Company with immediate effect.		
20.	Ms. Yang Huimin (楊惠敏) be appointed as an independent non-executive director of the Company with immediate effect.		
21.	Mr. Liang Qi (梁齊) be appointed as an independent non-executive director of the Company with immediate effect.		
22.	Mr. Xin Hua (辛華) be appointed as an independent non-executive director of the Company with immediate effect.		
SPECIAL RESOLUTIONS		FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
23.	Mr. Jia Hong Sheng (賈虹生) be removed as a director of the Company with immediate effect.		
24.	Dr. Li Zhong Yuan (李重遠) be removed as a director of the Company with immediate effect.		
25.	Mr. Zhou Bao Yi (周寶義) be removed as a director of the Company with immediate effect.		
26.	Mr. Zhao Kai (趙愷) be removed as a director of the Company with immediate effect.		
27.	Mr. Chung Ho (鍾浩) be removed as a director of the Company with immediate effect.		
28.	Mr. Wang Jingming (王景明) be removed as a director of the Company with immediate effect.		
29.	Mr. Mu Xiang Ming (穆向明) be removed as a director of the Company with immediate effect.		
30.	Mr. Jiang Bo (姜波) be removed as a director of the Company with immediate effect.		
31.	Dr. Yan Shi Yun (嚴世芸) be removed as a director of the Company with immediate effect.		
32.	Mr. Zhao Hua (趙華) be removed as a director of the Company with immediate effect.		

Signature: \_\_\_\_\_

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

**Notes:**

- Full name(s) and address(es) to be inserted in BLOCK CAPITALS. The names of all joint holders should be stated.
- Please insert the number of shares of the Company registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- If a proxy other than the Chairman is preferred, strike out "THE CHAIRMAN OF THE MEETING or" and insert the name and address of the person proposed to be appointed as proxy in the space provided. ANY ALTERATION MADE TO THIS SECOND PROXY FORM MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK IN THE BOX MARKED "AGAINST". Failure to complete any of the boxes will entitle your proxy to cast his votes or abstain on the relevant resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any other resolution properly put to the Meeting.
- Any member entitled to attend and vote at the Meeting is entitled to appoint another person to act as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf. A proxy need not be a member of the Company.
- Completion and return of this Second Proxy Form will not preclude you from attending and voting in person at the Meeting and in such event, this Second Proxy Form shall be deemed to be revoked.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised, to sign the same. In the case of an instrument of proxy purporting to be signed on behalf of a corporation by an officer thereof, it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign such instrument of proxy on behalf of the corporation without further evidence of the fact.
- In order to be valid, the instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong ("Registrar") not less than forty-eight (48) hours before the time appointed for holding the Meeting.
- IMPORTANT: If you have already lodged the proxy form for this meeting despatched to the shareholders of the Company on 26 April 2016 (the "First Proxy Form") with the Registrar, please note that:**
  - If no Second Proxy Form is lodged with the Registrar, the First Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed and the proxy so appointed by the Shareholder shall vote in respect of the resolutions (including resolution 2, which shall be put forward as a special resolution at the Meeting) in accordance with the directions set out in the First Proxy Form, if any, or if no indication is given, as the proxy thinks fit.
  - If the Second Proxy Form is lodged with the Registrar 48 hours prior to the time appointed for holding the Meeting (the "Closing Time"), the Second Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed. The Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by the Shareholder.
  - If the Second Proxy Form is lodged with the Registrar after the Closing Time, the proxy appointment under the Second Proxy Form will be invalid. However, such Second Proxy Form will revoke the First Proxy Form previously lodged by the Shareholder and any vote that may be cast by the purported proxy (whether appointed under the First Proxy Form or the Second Proxy Form) will not be counted. Accordingly, Shareholders are advised not to lodge the Second Proxy Form after the Closing Time. If any Shareholder in this case wishes to vote at the Meeting, they will have to attend in person and vote at the Meeting themselves.
- Where there are joint holders of any share, any one of such joint holder may vote at the meeting, either in person 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 the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.