



同方康泰產業集團有限公司 Tongfang Kontafarma Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1312)

FORM OF PROXY FOR EXTRAORDINARY GENERAL MEETING

Form of proxy for the extraordinary general meeting (the “EGM”) of Tongfang Kontafarma Holdings Limited (the “Company”) to be held at Room 12A09–12A20, 12A/F, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong on Monday, 20 June 2022 at 11:00 a.m.:

I/We, ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.002 each in the share capital of the Company, HEREBY APPOINT the Chairman of the EGM or ^(Note 3) _____
of _____
as my/our proxy to act for me/us and on my/our behalf at the EGM (and at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolution (with or without amendments) as set out in the notice convening the EGM (the “Notice”) and at such EGM (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolution as hereunder indicated, or if no indication is given, as my/our proxy thinks fit.

Unless otherwise defined, capitalized terms used in this form of proxy shall have the same meanings as defined in the circular of the Company dated 26 May 2022.

ORDINARY RESOLUTION		FOR ^(Note 5)	AGAINST ^(Note 5)
1.	<p>(a) To approve, confirm and ratify in all respects the Equity Transfer Agreement entered into between Tongfang Pharmaceutical (as the vendor), Shenzhen Waranty (as the purchaser) and the Target Company pursuant to which Tongfang Pharmaceutical has conditionally agreed to sell, and Shenzhen Waranty has conditionally agreed to purchase the sale share, representing 55.43% equity interest in the Target Company, at the consideration of RMB159,675,300 (subject to interest) and the Transaction.</p> <p>(b) To authorize any one of the Directors to do all such acts and things and execute and deliver all such documents, deeds or instruments (including affixing the common seal of the Company thereon) and take all such steps as the Director in his sole opinion and absolute discretion may consider necessary, appropriate or desirable to implement or give effect to the Equity Transfer Agreement and the Transaction.</p>		

Signature ^(Note 6): _____

Dated this _____ day of _____, 2022

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 HK\$0.002 each in the issued share capital 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 of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out the words “the Chairman of the EGM or” herein contained and insert the name and address in **BLOCK CAPITALS** of the proxy desired in the space provided. Any member of the Company entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her/its behalf, subject to the articles of association of the Company. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. 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.
- A proxy need not be a member of the Company, but must attend the EGM in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES MARKED “AGAINST”.** Failure to tick the boxes will entitle your proxy to cast your votes at his/her discretion or abstain for the relevant resolutions. Your proxy will also be entitled to vote at his/her discretion or abstain from voting on any other resolution properly put to the EGM other than those referred to in the Notice.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorised.
- To be valid, this form of proxy, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof.
- Where there are joint holders of any share of the Company, any one of such joint holders may vote at the EGM, either personally or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the EGM personally or by proxy, then the one of such joint holders so present whose name stands first on the register of members of the Company shall, in respect of such share, be entitled alone to vote in respect thereof.
- Completion and return of this form of proxy shall not preclude you from attending the EGM and voting in person at the EGM if you so wish. In the event that you attend the EGM after having lodged this form of proxy, it will be deemed to have been revoked.
- Any alteration to this form of proxy must be initialled by the person who signs it.
- Reference to time and dates in this form are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

“Personal Data” in this statement has the same meaning as “personal data” defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”), which include your and your proxy’s name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Proxy Form (the “Purposes”). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Privacy Compliance Officer of Tricor Secretaries Limited at the above address.