



# Lee's Pharmaceutical Holdings Limited

## 李氏大藥廠控股有限公司\*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 950)

### PROXY FORM FOR USE BY SHAREHOLDERS AT THE ANNUAL GENERAL MEETING

|   |  |
|---|--|
| Number of shares to which this proxy form relates <sup>(Note 2)</sup> |  |
|---|--|

I/We <sup>(Note 1)</sup> \_\_\_\_\_ of  
 (Address) \_\_\_\_\_  
 being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ shares  
 (“Shares”) of HK\$0.05 each of Lee’s Pharmaceutical Holdings Limited (“Company”) hereby appoint the chairman of the meeting or <sup>(Note 3)</sup> \_\_\_\_\_ of  
 (Address) \_\_\_\_\_

to act as my/our proxy at the meeting to be held at Unit 102, Bio-Informatics Centre, No. 2 Science Park West Avenue, Hong Kong Science Park, Shatin, Hong Kong on Monday, 11 May 2015 at 3:00 p.m. and at any adjournment thereof and to vote on my/our behalf as directed below. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an “✓” in the appropriated boxes. In absence of any indication, the proxy may vote for or against the resolution at his/her own discretion.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll <sup>(Note 4)</sup>.

|     | Resolutions  | For | Against |
|-----|--|-----|---------|
| 1.  | To consider and approve the audited financial statements and the report of the directors and the report of the auditors of the Company for the year ended 31 December 2014.            |     |         |
| 2.  | To declare the final dividend for the year ended 31 December 2014.   |     |         |
| 3.  | To re-elect Dr. Li Xiaoyi as the executive director of the Company.  |     |         |
| 4.  | To re-elect Dr. Marco Maria Brughera as the non-executive director of the Company.   |     |         |
| 5.  | To re-elect Dr. Chan Yau Ching, Bob as the independent non-executive director of the Company.  |     |         |
| 6.  | To re-elect Dr. Tsim Wah Keung, Karl as the independent non-executive director of the Company.   |     |         |
| 7.  | To consider and authorise the Board (“Board”) of directors of the Company or; if so delegated by the Board, its remuneration committee to determine the remuneration of the directors. |     |         |
| 8.  | To consider and approve the re-appointment of HLM CPA Limited as Auditors and to authorise the Board to determine the remuneration of the Auditors.                                    |     |         |
| 9.  | To grant a general mandate to the directors of the Company to repurchase Shares.   |     |         |
| 10. | To grant a general mandate to the directors of the Company to issue Shares.  |     |         |
| 11. | To extend the general mandate granted to the directors of the Company to issue Shares by adding the Shares repurchased by the Company.   |     |         |

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

Shareholder’s signature: \_\_\_\_\_ <sup>(Notes 5,6,7 and 8)</sup>

**Notes:**

- Full name(s) and address(es) are to be inserted in BLOCK CAPITALS as shown in the register of members of the Company.
- Please insert the number of shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- If any proxy other than the chairman of the meeting is preferred, strike out “the chairman of the meeting or” and insert the name and address of the proxy desired in the space provided. If no name is inserted, the Chairman of the Meeting will act as your proxy. A shareholder may appoint one or more proxies to attend the meeting and vote for him. The proxy need not be a member of the Company but must attend the meeting in person to represent you. Any alteration made to this form must be initialed by the person who signs it.
- IMPORTANT: If you wish to vote for any of the resolutions set out above, please tick (“✓”) the boxes marked “For”. If you wish to vote against any resolutions, please tick (“✗”) the boxes marked “Against”. If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; on any resolution properly put to the meeting other than those referred to in the notice convening the meeting or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting.
- In the case of a joint holding, this proxy form may be signed by any joint holder, but if more than one joint holders are present at the meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members of the Company in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The proxy form must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this proxy form 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 offices of the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 48 hours before the time of the meeting or any adjournment thereof.
- Completion and return of this proxy form will not preclude you from attending and voting in person at the meeting or any adjournment thereof if you wish to do so. In that event, this proxy form will be deemed to have been revoked.

\* For identification purpose only