



Shanghai Kindly Medical Instruments Co., Ltd.*

上海康德萊醫療器械股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code : 1501)

SUPPLEMENTAL FORM OF PROXY FOR THE 2020 SECOND EXTRAORDINARY GENERAL MEETING TO BE HELD ON THURSDAY, DECEMBER 17, 2020 AND ANY ADJOURNMENT THEREOF

I/We _____ of _____ being the registered holder(s) of ^(note 2) _____ domestic shares/H shares ^(note 3) of RMB1.00 each in the share capital of Shanghai Kindly Medical Instruments Co., Ltd.* (上海康德萊醫療器械股份有限公司) (the "Company"), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** ^(note 4) or _____ of _____ to act as my/our proxy to attend and act for me/us at the 2020 second extraordinary general meeting of the Company (the "Meeting") to be held at Block 2, No. 925 Jin Yuan Yi Road, Jiading District, Shanghai, the PRC on Thursday, December 17, 2020 at 2:00 p.m. and any adjourned meeting thereof, for the purposes of considering and, if thought fit, passing the resolutions ^(note 5) as set out in the supplemental notice convening the Meeting and to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below at the Meeting (and at any adjourned meeting thereof).

SUPPLEMENTAL SPECIAL RESOLUTION ^(Note 5)		FOR ^(Note 6)	AGAINST ^(Note 6)	ABSTAIN ^(Note 6)
5.	<p>(a) the registered capital of the Company be and is hereby increased to RMB171,000,000;</p> <p>(b) the proposed amendments to the Articles be and are hereby approved; and</p> <p>(c) any one of the Directors be and is hereby authorized to revise the wording of such amendments as appropriate (no approval from the Shareholders is required for such amendments), and execute relevant documents and/or take all relevant actions as it considers necessary or appropriate and in the interest of the Company to effect to proposed amendments, comply with the PRC laws and regulations and meeting the requirements of the relevant regulatory authorities of the PRC (if any), and deal with other relevant matters arising from the amendments to the Articles.</p>			

Date: _____ 2020 Signature(s): _____

Notes:

- Full name(s) (in Chinese and English, as registered in the register of members) and registered address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of the Company registered under your name(s) to which this supplemental form of proxy relates. If no number is inserted, this supplemental form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
- Please delete the type of shares not applicable (domestic shares or H shares).
- If any proxy other than the chairman of the Meeting is appointed, please strike out the words "THE CHAIRMAN OF THE MEETING or" and insert the name and address of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend and vote on his behalf. If a shareholder appoints more than one proxy, his proxies may only exercise voting rights at a poll. **ANY ALTERATION MADE TO THIS SUPPLEMENTAL FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- The full text of the resolution is set out in the supplemental circular of the Meeting dated December 2, 2020, together with which this supplemental form of proxy will be sent to shareholders of the Company. Any shareholder who wishes to appoint a proxy shall refer to the Meeting circular.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE TICK THE BOX MARKED "ABSTAIN" BESIDE THE APPROPRIATE RESOLUTION. IN COUNTING THE VOTING RESULTS FOR A RESOLUTION, ABSTAINED VOTES WILL BE REGARDED AS VOTES WITH VOTING RIGHTS.** If no direction is given, your proxy may vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This supplemental form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this supplemental form of proxy must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If this supplemental form of proxy is signed by an attorney of the Shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarized.
- In the case of holders of H Shares and to be valid, a supplemental form of proxy together with any power of attorney or other authorisation document (if any) under which it is signed or a notarized copy of that power of attorney or authorisation document must be lodged with the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, and in case of holders of domestic shares, to the Company's registered office at Block 2, No. 925 Jin Yuan Yi Road, Jiading District, Shanghai, the PRC, no later than 24 hours before the time appointed for holding the Meeting or any adjournment thereof. Completion and return of the supplemental form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish. In such event, your supplemental form of proxy will be deemed to have been revoked.
- The supplemental form of proxy will not affect the validity of any form of proxy duly completed and returned by you in respect of the resolutions set out in the notice of the Meeting dated November 2, 2020 (other than special resolution no. 4). If you have validly appointed a proxy to attend the Meeting on your behalf but do not complete an return this supplemental form of proxy, your proxy shall be entitled to vote at his/her discretion on the resolution set out in the supplemental notice of the Meeting dated December 2, 2020. If you have not completed and returned the original form of proxy but completed and return this supplemental form of proxy and validly appoint a proxy to attend and act at the Meeting on your behalf, your form of proxy shall be entitled to vote at his/her discretion on the resolutions set out in the notice of the Meeting dated November 2, 2020 (other than special resolution no. 4).
- Shareholders or their proxies attending the Meeting shall present their identity documents.
- A proxy need not be a Shareholder of the Company but must attend the Meeting in person to represent the Shareholder.
- In the case of joint registered holders of any Shares, any one of such joint registered holders may vote at the Meeting, either in person or by proxy, in respect of such Shares as if he/she/it were solely entitled thereto; but should more than one of such joint registered holders be present at the Meeting, either in person or by proxy, the vote of that one of them so present, whose name stands first on the register of members of the Company in respect of such shares shall be accepted to the exclusion of the votes of the other joint registered holder(s).

* For identification purposes only