New Century Healthcare Holding Co. Limited
新世紀醫療控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1518)

FORM OF PROXY FOR USE AT EXTRAORDINARY GENERAL MEETING TO BE HELD ON JANUARY 18, 2018

I/We *(Note 1)* _____

of *(Note 1)* _____

being the registered holder(s) of *(Note 2)* _____ shares of US$0.0001 each in the capital of New Century Healthcare Holding Co. Limited (the "**Company**") hereby appoint *(Note 3)* _____

of *(Note 3)* _____ or failing him/her, the chairman of the extraordinary general meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the extraordinary general meeting to be held at the Meeting Room, Ground Floor, Pediatrics Building, New Century Women's and Children's Hospital, No. 51, Wangjing North Road, Chaoyang District, Beijing, the People's Republic of China on Thursday, January 18, 2018 at 10:00 a.m. (the "**Extraordinary General Meeting**"), and at any adjournment thereof for the purpose of considering and, if thought fit, passing with or without modification, the resolutions as set out in the notice of the Extraordinary General Meeting and to vote on my/our behalf as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matters properly put to the Extraordinary General Meeting in such manner as he/she thinks fit.

	Ordinary Resolutions *(Note 4)*	**For** *(Note 5)*	**Against** *(Note 5)*
1.	To approve the Sale and Purchase Agreement and the Acquisition contemplated thereunder.		
2.	To re-elect Mr. GUO Qizhi as a non-executive Director.		

Dated this _____ day of _____, 2018 Signature(s) *(Note 6)*: _____

Notes:

1. Full name(s) and address(es) shall be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. Please insert the number of shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares in the capital of the Company registered in your name(s).
3. Full name(s) and address(es) shall be inserted in **BLOCK CAPITALS**. If not completed, the chairman of Extraordinary General Meeting will act as your proxy.
4. The above description of the proposed ordinary resolution by way of summary only. The full text appears in the notice of the Extraordinary General Meeting.
5. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST"**. Failure to tick a box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than that referred to in the notice convening the meeting.
6. The instrument appointing a proxy shall be in writing and shall be executed under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
7. In the case of joint holders of any share, any one of such persons may vote at the Extraordinary General Meeting, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto. However, if more than one of such joint holders be present at the Extraordinary General Meeting personally or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share.
8. To be valid, this form of proxy must be completed, signed and deposited at the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof), not less than 48 hours before the time for holding the meeting. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish, and in such event, the form of proxy shall be deemed to be revoked.
9. A proxy need not be a shareholder of the Company.