



# 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 ANNUAL GENERAL MEETING TO BE HELD ON MAY 31, 2019 OR ANY ADJOURNMENT THEREOF

I/We <sup>(Note 1)</sup> \_\_\_\_\_ of  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ ordinary shares of US\$0.0001 each  
in the share capital (the “**Share(s)**”) of New Century Healthcare Holding Co. Limited (the “**Company**”), hereby appoint  
<sup>(Note 3)</sup> the chairman of the meeting or \_\_\_\_\_  
of \_\_\_\_\_ as my/our proxy to attend  
for me/us and on my/our behalf at the annual general meeting of the Company (the “**AGM**”) to be held at Training  
Room, Pediatrics Building, Beijing New Century Women’s and Children’s Hospital, No. 51 Wangjingbei Road,  
Chaoyang District, Beijing, the PRC on Friday, May 31, 2019 at 9:30 a.m. for the purpose of considering and, if thought  
fit, passing the resolutions set out in the notice convening the AGM dated April 30, 2019 (the “**Notice of AGM**”) and at  
the AGM, or at any adjournment thereof, to vote for me/us and in my/our name(s) in respect of the said resolutions as  
hereunder indicated, and if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolutions <sup>(Note 4)</sup>		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and independent auditor for the year ended December 31, 2018.		
2.	(a) To re-elect the following persons as directors of the Company (the “ <b>Directors</b> ”):		
	(i) Mr. FENG Xiaoliang as non-executive Director;		
	(ii) Mr. WU Guanxiong as independent non-executive Director;		
	(iii) Mr. SUN Hongbin as independent non-executive Director;		
	(iv) Mr. JIANG Yanfu as independent non-executive Director; and		
	(v) Dr. MA Jing as independent non-executive Director.		
	(b) To authorise the board of Directors (the “ <b>Board</b> ”) to fix the remuneration of the Directors.		
3.	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorise the Board to fix their remuneration for the year ending December 31, 2019.		
4.	(A) To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued shares of the Company.		
	(B) To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued shares of the Company.		
	(C) To extend the authority granted to Directors pursuant to ordinary resolution no. 4(A) to issue shares by adding to the issued shares of the Company the number of shares repurchased under ordinary resolution no. 4(B).		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2019

Signature(s) <sup>(Note 6)</sup>: \_\_\_\_\_

*Notes:*

1. Full names(s) and address(es) to be inserted should be in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. Please insert the number of shares 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).
3. A member entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote on his/her behalf provided that if more than one proxy is so appointed, the appointment shall specify the number of shares of which each such proxy is so appointed. If any proxy other than the chairman of the AGM is preferred, strike out the words "the chairman of the meeting or" and insert the name and address of the proxy desired in the space provided.
4. The above description of the proposed ordinary resolutions by way of summary only. The full text appears in the Notice of AGM.
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE APPROPRIATE BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any amendment of a resolution or any resolution properly put to the AGM other than those referred to in the Notice of AGM.
6. This proxy must be signed by you or your attorney duly authorised in writing or, in case of a corporation, either executed under seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
7. 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 such power or authority, must be lodged with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the AGM or any adjournment thereof.
8. In the case of joint holders of a share, 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 of the Company in respect of the relevant joint holding.
9. The proxy need not be a member of the Company. Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending the AGM and vote in person. In such event, the instrument appointing a proxy shall be deemed to be revoked.
10. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
11. Reference to time and dates in this form of proxy are to Hong Kong time and dates.

**PERSONAL INFORMATION COLLECTION STATEMENT**

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the AGM of the Company (the "**Purposes**"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us 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. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by either of the following means:

By mail to: Personal Data Privacy Officer  
Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

By email to: [hkinfo@computershare.com.hk](mailto:hkinfo@computershare.com.hk)