



天津泰達生物醫學工程股份有限公司  
**Tianjin TEDA Biomedical Engineering Company Limited**  
(a joint stock company incorporated in the People's Republic of China with limited liability)  
(Stock code: 8189)

**FORM OF PROXY FOR ANNUAL GENERAL MEETING**

I/We <sup>(Note 1)</sup> of \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_  
shares of RMB0.10 each in the share capital of Tianjin TEDA Biomedical Engineering Company Limited (the "Company"), HEREBY  
APPOINT <sup>(Notes 3 & 8)</sup> the Chairman of the Annual General Meeting or \_\_\_\_\_  
of \_\_\_\_\_

as my/our proxy to act for me/us at the Annual General Meeting (or at any adjournment thereof) of the Company to be held at 9th Floor, Block A2, Tianda High-Tech Park, No. 80 The 4th Avenue, TEDA, Tianjin, the People's Republic of China on Tuesday, 13 May 2014 at 9:30 a.m. for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the Annual General Meeting and at such meeting (or at adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

AS ORDINARY RESOLUTIONS		FOR <small>(Note 4)</small>	AGAINST <small>(Note 4)</small>
1.	To consider and, if thought fit, approve the audited consolidated financial statement of the Group for the year ended 31 December 2013.		
2.	To consider and, if thought fit, approve the report of the directors of the Company.		
3.	To consider and, if thought fit, approve the report of the Supervisory Committee of the Company.		
4.	To consider and, if thought fit, approve the proposal of appointing BDO Limited as auditor of the Company for the financial year of 2014 and authorize the Directors of the Company to fix their remuneration.		
5.	To consider and, if thought fit, appoint Mr. Chen Yingzhong as an executive director of the Company and to authorize the board of directors of the Company to fix his remuneration.		

Signature(s) <sup>(Notes 5 & 6)</sup> \_\_\_\_\_

Date \_\_\_\_\_

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of RMB0.10 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- If the proxy other than the Chairman of the Annual General Meeting is preferred, please strike out the words "the Chairman of the Annual General Meeting or" and insert the name and address of the proxy desired in the space provided in **BLOCK CAPITALS**. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE ANNUAL GENERAL MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION(S), PLEASE INDICATE WITH A TICK IN THE RELEVANT BOX(ES) MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION(S), PLEASE INDICATE WITH A TICK IN THE RELEVANT BOXES MARKED "AGAINST". FAILURE TO COMPLETE THE BOX WILL ENTITLE YOUR PROXY TO CAST YOUR VOTE AT HIS, HER OR ITS DISCRETION.**
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
- In the case of joint holders, this form of proxy must be signed by the member whose name appears first on the register of members.
- In order to be valid, the proxy form of the holder of the H Shares of the Company and, if such proxy form is signed by a person under a power of attorney or other authority on your behalf, a notarially certified copy of that power of attorney or authority shall be deposited at Computershare Hong Kong Investor Services Limited of Rooms 1806-07, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the Annual General Meeting (or the adjourned meeting) or 24 hours before the time appointed for taking the poll.
- In order to be valid, the proxy form of the holder of the Domestic Shares of the Company and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be deposited at the registered address of the Company at No. 12 Tai Hua Road, The 5th Avenue, TEDA, Tianjin, the PRC, not less than 24 hours before the time for holding the meeting or 24 hours before the time appointed for taking the poll.
- The proxy need not be a member of the Company.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Annual General Meeting (or at adjournment thereof) if you so wish.
- ANY ALTERATION MADE TO THIS FORM MUST BE INITIALLED BY THE PERSON WHO SIGNED THE FORM.**