盈天醫藥集團有限公司
WINTEAM PHARMACEUTICAL GROUP LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 570)

Form of Proxy for use at the Extraordinary General Meeting convened at 10:00 a.m. on Monday, 29 March 2010

I/We[(1)] _____

of _____

being the holder(s) of[(2)] _____

of HK$0.10 each of the abovenamed Company hereby appoint[(3 & 4)] _____

of _____

or failing him[(3 & 4)] _____

of _____

or failing him, the Chairman of the meeting to act as my/our proxy at the Extraordinary General Meeting (or at any adjournment thereof) of the Company to be held at Boardroom V, Ground Floor, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wan Chai, Hong Kong on Monday, 29 March 2010 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the ordinary resolutions as set out in the notice convening the said Extraordinary General Meeting ("**Notice of EGM**") and at such meeting (or at any adjournment thereof) on a poll to vote for me/us and in my/our name(s) in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	For[(5)]	Against[(5)]
1.	To approve the Acquisition Agreement and the transactions contemplated thereunder		
2.	To approve the Subscription Agreement, the transactions contemplated thereunder and the allotment and issue of the Subscription Shares		
3.	To approve the Whitewash Waiver		

Dated: _____ 2010 Signature[(6)]: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK$0.10 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 capital of the Company registered in your name(s).
3. A member of the Company entitled to attend and vote at the meeting shall be entitled to appoint one or more proxies to attend and, on a poll, to vote instead of him. A proxy need not be a member of the Company, but must attend the meeting in person to represent you.
4. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE PLACE A "✓" IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE PLACE A "✓" IN THE BOX MARKED "AGAINST".** Failure to complete either box will entitle your proxy to cast his vote 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.
6. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, this form of proxy must be under its common seal or under the hand of an officer or attorney duly authorized.
7. If more than one of the joint holders are present at the meeting personally or by proxy, that one of the said persons whose name stands first on the register of members in respect of the relevant share(s) will alone be entitled to vote in respect of the relevant joint holding.
8. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy of such power or authority must be deposited at the registered office of the Company at Rooms 2801-2805, China Insurance Group Building, 141 Des Voeux Road Central, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof.
9. Any alterations made in this form should be initialled by the person who signs it. Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the meeting or the adjourned meeting. In the event that you attend and vote the meeting or the adjourned meeting, this form of proxy will be deemed to be revoked.
10. The description of the ordinary resolutions is by way of summary. The full text of the ordinary resolutions is set out in the Notice of EGM.