



# SoftMedx Healthcare Limited

京玖醫療健康有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 648)

## PROXY FORM

**Form of proxy for use by shareholders at the extraordinary general meeting (the “Meeting”) (or any adjournment thereof) to be convened at 2:00 p.m. on Wednesday, 27 December 2023 at Unit B, 20/F, Guangdong Investment Tower, 148 Connaught Road Central, Hong Kong**

I/We <sup>(note a)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(note b)</sup> \_\_\_\_\_ shares of SoftMedx Healthcare Limited (the “Company”), hereby appoint the Chairperson of the Meeting <sup>(note c)</sup> or \_\_\_\_\_ of \_\_\_\_\_ to act as my/our proxy to attend, act and vote for me/us at the Meeting of the Company to be held at 2:00 p.m. on Wednesday, 27 December 2023 at Unit B, 20/F, Guangdong Investment Tower, 148 Connaught Road Central, Hong Kong and at any adjournment thereof and to vote on my/our behalf on the undermentioned resolutions as indicated below or, if no such indication is given, as my/our proxy thinks fit.

Please mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll <sup>(note d)</sup>.

Terms used herein shall have the same meaning as ascribed to such term in the Notice of EGM included in the circular of the Company dated 30 November 2023 unless the context herein expressly requires otherwise.

ORDINARY RESOLUTION		FOR <sup>(note d)</sup>	AGAINST <sup>(note d)</sup>
1.*	To approve, confirm and ratify the Restructuring Agreement and the transactions contemplated thereunder, and the grant of the Specific Mandate to allot and issue the Conversion Shares.		
SPECIAL RESOLUTION		FOR <sup>(note d)</sup>	AGAINST <sup>(note d)</sup>
2.*	To approve the Whitewash Waiver.		

Date \_\_\_\_\_ Signature(s) <sup>(notes e, f and g)</sup> \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- 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 in the capital of the Company registered in your name(s).
- A proxy needs not be a member of the Company. If you wish to appoint some person other than the Chairperson of the Meeting as your proxy, please delete the words “**THE CHAIRPERSON OF THE MEETING OR**” and insert the name and address of the person appointed proxy in the space provided. **IF NO NAME IS INSERTED, THE CHAIRPERSON OF THE MEETING WILL ACT AS YOUR PROXY.**
- If you wish to vote for the resolution set out above, please tick (“✓”) the boxes marked “For”. If you wish to vote against the resolution, please tick (“✓”) the boxes marked “Against”. If this form is returned duly signed, but without any voting indication, the proxy will 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 of EGM.
- In the case of joint registered holders of any shares, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such shares as if he/she was solely entitled thereto; but if more than one of such joint registered holders be present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such shares shall alone be entitled to vote in respect thereof to the exclusion of the votes of the other joint registered holders.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- 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 of authority must be deposited at the office of the Company’s share registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time for holding the Meeting or any adjournment thereof.
- The proxy needs not be a member of the Company but must attend the Meeting in person to represent you.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish.

\* The full text of the resolution is set out in the Notice of EGM.