



中國製藥集團有限公司
China Pharmaceutical
Group Limited

(Incorporated in Hong Kong under the Companies Ordinance)

(Stock Code: 1093)

**PROXY FORM FOR USE AT THE EXTRAORDINARY GENERAL MEETING
TO BE HELD ON FRIDAY, 3 JULY 2009 AT 10:00 A.M.
(AND AT ANY ADJOURNMENT THEREOF)**

I/We^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____ shares of HK\$0.10 each in the
capital of China Pharmaceutical Group Limited (the “Company”), HEREBY APPOINT^(note 3) _____
of _____
or failing him, _____
of _____
or failing him, the Chairman of the meeting to act as my/our proxy to attend and, in the event of a poll, vote for me/us at
the Extraordinary General Meeting of the Company to be held at Suite 3206, 32nd Floor, Central Plaza, 18 Harbour Road,
Wanchai, Hong Kong on Friday, 3 July 2009 at 10:00 a.m. (and at any adjournment thereof) as indicated below or, if no such
indication is given, as my/our proxy thinks fit.

| | FOR ^(note 4) | AGAINST ^(note 4) |
|---------------------|-------------------------|-----------------------------|
| Ordinary Resolution | | |

Note: The full text of the ordinary resolution is set out in the notice of Extraordinary General Meeting contained in the circular issued by the Company dated 12 June 2009 which is sent to the shareholders of the Company together with this proxy form.

Shareholder's Signature^(note 5) _____

Dated _____ 2009

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 of the Company registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
3. Please insert the name and address of the proxy desired in **BLOCK CAPITALS**. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “AGAINST”.** Failure to complete the boxes 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.
5. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, this proxy form must be under its common seal or under the hand of an officer or attorney duly authorised.
6. If more than one of the joint holders be 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 shares will alone be entitled to vote in respect of them.
7. To be valid, this proxy form 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 Suite 3206, 32nd Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting.
8. A shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a shareholder of the Company.
9. Any alteration made to this form should be initialled by the person who signs it.