



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)

PROXY FORM FOR USE AT THE CLASS MEETING FOR HOLDERS OF H SHARES (OR ANY ADJOURNMENT THEREOF)

I/We (Note 1) _____
of _____
being the registered holder(s) of (Note 2) _____ foreign invested shares ("H Shares")
of RMB0.10 each in the capital of the Tianjin TEDA Biomedical Engineering Company Limited (the "Company"),
HEREBY APPOINT THE CHAIRMAN OF THE CLASS MEETING OF THE HOLDERS OF H SHARES (Note 3),
or _____
of _____

as my/our proxy to attend and act for me/us on my/our behalf at the Class Meeting of the Holders of H Shares 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 (the "PRC") on Monday, 10 August 2009 at 10:30 a.m. (or immediately after the conclusion or adjournment of the class meeting for holders of domestic invested shares) or any adjournment thereof and to vote for me/us and in my/our name(s) in respect of such resolution as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the class meeting for the holders of H Shares in such manner as he/she thinks fit.

AS SPECIAL RESOLUTIONS		FOR (Note 4)	AGAINST (Note 4)
1.	To approve, confirm and/or ratify the Subscription Agreement (as defined in the circular of the Company to the shareholders dated 23 June 2009 (the "Circular")) and the transactions contemplated thereunder.		
2.	To grant the Specific Mandate (as defined in the Circular) to the board of directors of the Company.		

Signature (Note 5) _____

Date _____ 2009

Notes:

1. Full name(s) and address(es) must be inserted in BLOCK CAPITALS. The names of all joint registered holders should be stated.
2. Please insert the number of H Shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all H Shares registered in your name(s).
3. If the proxy other than the Chairman of the class meeting of the holders of H Shares is preferred, please strike out the words "the Chairman of the class meeting of the holders of H Shares, or" and insert the name and address of the proxy desired in the space provided in BLOCK CAPITAL. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE CLASS MEETING OF THE HOLDERS OF H SHARES WILL ACT AS YOUR PROXY.
4. IMPORTANCE: If you wish to vote for the resolution, tick in the box marked "FOR". If you wish to vote against a resolution, tick in the box marked "AGAINST". If no direction is given, your proxy may vote or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the class meeting other than referred to the notice convening the class meeting of the holders of the Shares.
5. 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 seals or under the hand of an officer, attorney or other person duly authorized to sign the name.
6. In order to be valid, this form of proxy together with the notarially certified power of attorney (if any) or other authority (if any) under which it is signed, must be delivered to Computershare Hong Kong Investor Services Limited of Rooms 1806-7, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the meeting or adjourned meeting.
7. In the case of joint registered holders of any H Shares, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such H 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 H Shares shall be accepted to the exclusion of the votes of the other joint registered holders.
8. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the class meeting of the holders of H Shares if you so wish. If you attend and vote at the meeting, the authority of your proxy will be revoked.
10. ANY ALTERATION MADE TO THIS FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.