



# JIWA BIO-PHARM HOLDINGS LIMITED

## 積華生物醫藥控股有限公司 \*

(Incorporated in Bermuda with limited liability)

(Stock Code: 2327)

### PROXY FORM

### FOR THE SPECIAL GENERAL MEETING TO BE HELD ON MONDAY, 4 NOVEMBER 2013, AT 3:00 P.M. (AND AT ANY ADJOURNMENT THEREOF)

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ shares of HK\$0.01 each in the  
capital of **JIWA BIO-PHARM HOLDINGS LIMITED** (the “Company”) **HEREBY APPOINT** the Chairman of the Meeting<sup>3</sup> or

of \_\_\_\_\_  
as my/our proxy to attend and act for me/us and on my/our behalf at the special general meeting of the Company to be held at  
2/F, Shenzhen Bauhinia Novotel Hotel, 2002 Qiaocheng East Road, Overseas Chinese Town, Shenzhen, Guangdong Province, China on  
Monday, 4 November 2013 at 3:00 p.m. and at any adjournment thereof (the “Meeting”) for the purpose of considering and, if thought fit,  
passing the resolution as set out in the notice convening the Meeting and at the Meeting 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 Meeting in such manner as he thinks fit.

SPECIAL RESOLUTION	For <sup>4</sup>	Against <sup>4</sup>
“ <b>THAT</b> subject to and conditional upon the approval of the Registrar of Companies in Bermuda being obtained, the English name of the Company be changed from “Jiwa Bio-Pharm Holdings Limited” to “U-Home Group Holdings Limited” and that “字業集團控股有限公司” be adopted as the secondary name of the Company to replace “積華生物醫藥控股有限公司” (which has been used for identification purpose only) and that any one of the directors of the Company be and hereby authorised to do all such acts and things and execute all such documents or make such arrangements as he/she may, in his/her absolute discretion, consider necessary or expedient in connection with the implementation of or giving effect to any of the foregoing and the transactions contemplated thereunder.”		

Signature(s)<sup>5</sup> \_\_\_\_\_

Dated this \_\_\_\_\_

#### Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. 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 Company registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, please delete the words “the Chairman of the Meeting or” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT:** If you wish to vote for a 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 Meeting other than those referred to in the notice convening the Meeting.
5. The form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
6. In order to be valid, this form of proxy together with the power of attorney (if any) 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 branch share registrar of the Company in Hong Kong, Tricor Standard Limited, at 26/F., Tesbury Centre, 28 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding of the Meeting or the adjourned Meeting (as the case may be).
7. 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.
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 the form of proxy will not preclude you from attending and voting at the Meeting if you so wish.

\* for identification purposes only