



## MEDICSKIN HOLDINGS LIMITED

### 密迪斯肌控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8307)

#### PROXY FORM

Form of proxy for use by shareholders at the annual general meeting to be held at 20/F, OfficePlus@Sheung Wan, 93-103 Wing Lok Street, Sheung Wan, Hong Kong on Wednesday, 27 July 2016 at 9:00 a.m. and any adjournment thereof

I/We (note a) \_\_\_\_\_  
of \_\_\_\_\_  
being the holder(s) of (note b) \_\_\_\_\_ ordinary shares of HK\$0.01 each ("Shares") of Medicskin Holdings Limited ("Company")  
hereby appoint the chairman of the annual general meeting ("AGM") of the Company or \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy (note c) at the AGM to be held at 20/F, OfficePlus@Sheung Wan, 93-103 Wing Lok Street, Sheung Wan, Hong Kong on  
Wednesday, 27 July 2016 at 9:00 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast in respect of such resolutions as hereunder indicated (note d).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the "Director(s)") and the auditor of the Company for the year ended 31 March 2016.		
2.	(A) To re-elect the following retiring Directors:		
	(i) To re-elect Dr. Kong Kwok Leung as an executive Director.		
	(ii) To re-elect Mr. Chan Cheong Tat as an Independent non-executive Director.		
	(B) To authorise the board of Directors (the "Board") to fix the remuneration of the Directors.		
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the Board to fix its remuneration.		
4.	(A) To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the number of issued Shares.		
	(B) To grant a general mandate to the Directors to buy back Shares not exceeding 10% of the number of issued Shares.		
	(C) To extend the general mandate granted under resolution number 4(A) by adding Shares bought back pursuant to the general mandate granted under resolution number 4(B).		
	(D) To approve the payment of a final dividend of HK0.25 cent per Share for the year ended 31 March 2016.		
	(E) To approve the payment of a special dividend of HK2.25 cents per Share for the year ended 31 March 2016.		

Dated \_\_\_\_\_ Shareholder's signature (notes e, f, g and h) \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- 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 need not be a member of the Company. If you wish to appoint some person other than the chairman of the AGM as your proxy, please delete the words "the chairman of the AGM of the Company or" and insert the name and address of the person appointed proxy in the space provided. If no name is inserted, the chairman of the AGM will act as your proxy.
- If you wish to vote for a resolution set out above, please tick ("✓") the box marked "For" against such resolution. If you wish to vote against a resolution, please tick ("✓") the box marked "Against" against such resolution. If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the AGM.
- In the case of a joint holding, any joint holder may vote at the AGM either personally or by proxy, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- 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 seal or under the hand of an officer or attorney duly authorised.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 48 hours before the time of the AGM or any adjourned meeting.
- 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 AGM or any adjournment thereof if you so wish.

The description of the resolutions in this form is by way of summary only. Please refer to the notice of the AGM dated 23 June 2016 for the full text of these resolutions.