



No. of H Shares to which this Proxy relates ²	
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Tong Ren Tang Technologies Co. Ltd.

北京同仁堂科技发展股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

FORM OF PROXY FOR THE SPECIAL GENERAL MEETING TO BE HELD ON WEDNESDAY, 8 SEPTEMBER 2004 AT JIA 20, NANSANHUAN ZHONGLU, FENGTAI DISTRICT, BEIJING, THE PRC (OR ANY ADJOURNMENT THEREOF)

I/We¹ _____
of _____
being the registered holder(s) of ² _____ shares (the "Shares") of RMB1.00 each in
the capital of Tong Ren Tang Technologies Co. Ltd. (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING ³,
or _____ of

_____ as
my/our proxy to attend and act for me/us and on my/our behalf at the special general meeting (the "Meeting") of the Company to be held at Jia
20, Nansanhuan Zhonglu, Fengtai District, Beijing, the PRC on Wednesday, 8 September 2004 at 9:30 a.m. (or at any adjournment thereof) for
the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (or at any
adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions 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/she
thinks fit.

ORDINARY RESOLUTION ⁴	FOR ⁵	AGAINST ⁵
1. To approve the joint venture agreement dated 9 July 2004 and entered into between the Company and Beijing Tongrentang Company Limited and all the transactions contemplated therein.		
SPECIAL RESOLUTION ⁴		
2. To approve the amendments to the articles of association of the Company.		

Signature ⁶: _____

Date: _____

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 Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, strike out "the Chairman of the Meeting" 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. Special Resolution shall be passed by an affirmative vote of more than two-thirds of the Company's total voting shares held by the shareholders who are present at the same Meeting (including proxies). Ordinary Resolution shall be passed by an affirmative vote of more than one-half of the Company's total voting shares held by the shareholders who are present at the same Meeting (including proxies).
5. 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.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
7. 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 lodged with the branch share registrar of the Company, Hong Kong Registrars Limited at Rooms 1901-1905, 19/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 24 hours before the time appointed for the holding of the Meeting or any adjournment thereof.
8. 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 be accepted to the exclusion of the votes of the other joint registered holders.
9. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
10. Completion and return of this form will not preclude you from attending and voting at the Meeting if you so wish. If you attend and vote at the Meeting, the authority of your proxy will be revoked.