



**Vincent
Medical**

Vincent Medical Holdings Limited

永勝醫療控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1612)

**FORM OF PROXY
ANNUAL GENERAL MEETING (OR AT ANY ADJOURNMENT THEREOF)
TO BE HELD ON WEDNESDAY, 22 MAY 2024**

I/We (Name) ^(Note 1) _____

of (Address) _____

HEREBY APPOINT the Chairman of the Meeting ^(Notes 2 & 3) or (Name) _____

of (Address) _____

as my/our proxy to attend and vote the number of shares indicated below ^(Note 5) instead of me/us at the Annual General Meeting to be held at 17th Floor, Leighton, 77 Leighton Road, Causeway Bay, Hong Kong on Wednesday, 22 May 2024 at 10:00 a.m. and at any adjournment thereof.

I/We direct that my/our proxy vote the following resolutions as indicated ^(Note 6).

Ordinary Resolutions		For ^(Note 6)	Against ^(Note 6)
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors (the "Directors") and the auditor of the Company (the "Auditor") for the year ended 31 December 2023.		
2.	To approve the declaration of a final dividend of HK1.5 cents per ordinary share for the year ended 31 December 2023.		
3.	To re-elect Mr. Koh Ming Fai as an executive Director.		
4.	To re-elect Mr. Fu Kwok Fu as an executive Director.		
5.	To re-elect Dr. Leung Ming Chu as a non-executive Director.		
6.	To re-elect Mr. Mok Kwok Cheung Rupert as an independent non-executive Director.		
7.	To authorise the board of the Directors to fix the remuneration of the Directors.		
8.	To re-appoint RSM Hong Kong as the Auditor and authorise the board of the Directors to fix their remuneration.		
9.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of the issued shares of the Company as at the date of passing this resolution.		
10.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of the issued shares of the Company as at the date of passing this resolution.		
11.	To extend the general mandate granted under resolution no. 9 by adding the shares of the Company purchased pursuant to the general mandate granted by resolution no. 10.		
12.	To approve the termination of the Existing Share Option Scheme and the adoption of the New Share Option Scheme (each as defined in the circular of the Company dated 19 April 2024) and authorise the Directors to do all such acts to implement and give full effect to the New Share Option Scheme.		
13.	To approve the adoption of the amended and restated Share Award Scheme which incorporates all the Award Scheme Amendments (each as defined in the circular of the Company dated 19 April 2024), and authorise the Directors to do all such acts all such acts to implement and give full effect to the Amended Share Award Scheme.		
14.	To approve the adoption of the Scheme Mandate Limit (as defined in the circular of the Company dated 19 April 2024).		
15.	To approve the adoption of the Service Provider Sublimit (as defined in the circular of the Company dated 19 April 2024).		

Signature ^(Note 7) _____

Date _____ 2024

Number of ordinary shares to which this proxy relates ^(Note 5)

Notes:

- Please insert your full name and address in **BLOCK CAPITALS** in the space provided. Only one of joint holders should be mentioned (but see note 4 below).
- If any proxy other than the Chairman of the Meeting is preferred, please strike out the words "the Chairman of the Meeting or" here printed, then insert the name and address of the proxy desired in **BLOCK CAPITALS** in the space provided and initial the alteration.
- The proxy need not be a member of the Company.
- Where there are joint registered holders of any share, any one of such persons may vote at the Annual General Meeting (or at any adjournment thereof), either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the Annual General Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share will alone be entitled to vote in respect thereof. Several executors or administrators of a deceased member in whose name any share stands will be deemed joint holders thereof.
- Please insert the number of ordinary shares in the Company registered in your name to which this proxy relates in the box provided. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, this form of proxy will be deemed to relate to all the ordinary shares in the Company registered in your name (whether alone or jointly with others).
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK ("✓") IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK ("✓") IN THE BOX MARKED "AGAINST".** If no indication is given, the proxy will vote or abstain at his discretion. On a poll, a member is entitled to one vote for every fully-paid share held and a member entitled to more than one vote need not use all his votes or cast his votes in the same way. A tick ("✓") in the relevant box indicates that the votes attached to all the shares stated above as held by you will be casted accordingly and a number in the relevant box indicates that the votes attached to the number of shares referred to in the box will be casted accordingly. The total number of shares referred to in the two boxes for the same resolution cannot exceed the number of shares stated above as this proxy relates.
- 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 seal or under the hand of an officer or attorney duly authorised.
- In order to be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed (or a certified copy of that power of attorney), must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited of 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the Annual General Meeting (or at any adjournment thereof).
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Annual General Meeting and any adjournment thereof if you so wish and in such event, the form of proxy previously submitted shall be deemed to be revoked.