



KELUN-BIOTECH
科伦博泰

Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd.
四川科倫博泰生物醫藥股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6990)

**FORM OF PROXY FOR THE 2023 ANNUAL GENERAL MEETING
TO BE HELD ON JUNE 20, 2024**

I/We^(Note 1) _____
of (Address) _____
being the registered holder(s) of^(Note 2) _____ ordinary shares (the "Share(s)")
of Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd. (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE AGM
of^(Note 3) _____
of (Address) _____
as my/our proxy to attend and act for me/us at the 2023 annual general meeting of the Company to be held at 8:00 a.m. on June 20, 2024 at Meeting Room 1, R&D Building, Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd., No. 666 Xinhua Avenue, Chengdu Cross-Strait Science and Technology Industry Development Park, Wenjiang District, Chengdu, Sichuan Province, the People's Republic of China (the "AGM") (and any adjournment thereof) for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the AGM and at the AGM (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the said resolutions as indicated below, and if no such indication is given, as my/our proxy thinks fit^(Note 4).

ORDINARY RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)	Abstain ^(Note 4)
1.	To consider and approve the financial accounts report of the Group for the year 2023.			
2.	To consider and approve the financial budget report of the Group for the year 2024.			
3.	To consider and approve the report of the Board of Directors for the year 2023.			
4.	To consider and approve the report of the Supervisory Committee for the year 2023.			
5.	To consider and approve the annual report of the Group for the year 2023.			
6.	To consider and approve the re-appointment of KPMG as the auditors of the Company for the year 2024, for a term commencing from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company, and to authorize the Board of Directors to determine the specific matters, including but not limited to their remuneration of not more than RMB2,400,000 for the year 2024 before tax, in relation to such appointment.			
7.	To consider and approve the remuneration of the Directors and Supervisors for the year 2024.			
8.	To consider and approve the annual profit distribution plan of the Company for the year 2023.			
9.	To consider and approve the acquisition of wealth management products with idle self-owned funds for the year 2024, with the details as set out in the circular of the Company dated May 21, 2024 (the "Circular").			
SPECIAL RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)	Abstain ^(Note 4)
10.	To consider and approve the grant of a general mandate to the Board to issue Shares and sell Treasury Shares, with the details of the general mandate as set out in the Circular.			
11.	To consider and approve the grant of a general mandate to the Board to repurchase H Shares, with the details of the general mandate as set out in the Circular.			
12.	(a) To consider and approve the grant of a specific mandate (the "Subscription Specific Mandate") for a validity period of 12 months from the date of approval at the AGM to issue 4,423,870 new Domestic Shares at the subscription price of RMB136.21 per Domestic Share in accordance with the terms and conditions of the Subscription Agreement dated May 8, 2024 and entered into by the Company as issuer and Kelun Pharmaceutical as Subscriber.			
	(b) To consider and approve the authorization to the Board and persons authorized by the Board to deal with all matters in relation to the issue of new Domestic Shares under the Subscription Specific Mandate as set out in special resolution 12.			
13.	(a) To consider and approve the proposed amendments to the articles of association of the Company as set out in the Circular which result from the completion of the Placing (as defined in the Circular).			
	(b) To consider and approve the proposed amendments to the articles of association of the Company as set out in the Circular which will result from the completion of the Subscription (as defined in the Circular).			

Dated this _____ day _____ of 2024 Signature(s)^(Note 5): _____

Notes:

- Full names(s) and address(es) to be inserted should be in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) and type of shares (domestic shares or H shares) to which this proxy form relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the chairman of the AGM is preferred, strike out the words "THE CHAIRMAN OF THE AGM or" and insert the name and address of the proxy desired in the space provided. A shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in his stead provided that if more than one proxy is so appointed, the appointment shall specify the number of shares of which each such proxy is so appointed. A proxy need not be a shareholder of the Company but must attend the AGM in person to represent you. Such proxies may only exercise their voting rights in a poll.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "ABSTAIN".** Any abstain vote will be counted in the total number of voting shares. If no direction is given, your proxy may vote or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the AGM other than that referred to in the notice convening the AGM.
- This proxy form must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be executed either under its common seal or under the hand of its director(s) or duly authorized attorney. If the proxy form is signed by an attorney of the shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
- In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's headquarters and principal place of business in the PRC, at No. 666 Xinhua Avenue, Chengdu Cross-Strait Science and Technology Industry Development Park, Wenjiang District, Chengdu, Sichuan Province, the People's Republic of China (for holders of domestic shares) or the H Share Registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares), not less than 24 hours before the time fixed for holding the AGM (i.e. before 8:00 a.m. on June 19, 2024) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a shareholder from attending and voting at the AGM or any adjourned meeting thereof should he/she so wish.
- In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
- ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- Reference to time and dates in this form of proxy are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the AGM of the Company (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfill the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by either of the following means:

By mail to: Personal Data Privacy Officer
Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
By email to: PrivacyOfficer@computershare.com.hk