



# Shanghai Haohai Biological Technology Co., Ltd.\*

上海昊海生物科技股份有限公司

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

(Stock Code: 6826)

## FORM OF PROXY FOR THE 2024 ANNUAL GENERAL MEETING TO BE HELD ON TUESDAY, 10 JUNE 2025

I/We<sup>(Note 1)</sup> \_\_\_\_\_  
of address: \_\_\_\_\_  
and telephone number: \_\_\_\_\_

being the registered holder(s) of \_\_\_\_\_<sup>(Note 2)</sup> H Shares of  
RMB1.00 each in the share capital of Shanghai Haohai Biological Technology Co., Ltd.\* (the "Company") hereby appoint **the chairman of the Meeting**  
or \_\_\_\_\_

of \_\_\_\_\_  
as my/our proxy<sup>(Note 3)</sup> to attend and vote for me/us and on my/our behalf as directed below at the 2024 annual general meeting (the "Meeting") of the  
Company to be held at 2:00 p.m., on Tuesday, 10 June 2025 at 24/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, the PRC  
(and at any adjournment thereof). Unless the context requires otherwise, capitalized terms used herein shall have the same meaning as defined in the circular  
of the Company dated 9 May 2025.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll<sup>(Notes 4, 5)</sup>.

Ordinary Resolutions		For	Against	Abstain
1.	To consider and approve the work report of the Board for 2024.			
2.	To consider and approve the work report of the Supervisory Committee for 2024.			
3.	To consider and approve the 2024 Annual Report.			
4.	To consider and approve the remuneration plan of the Directors and Supervisors for 2025.			
5.	To consider and approve the appointment of the auditors for the financial report of the Company and the internal control auditor for 2025.			
6.	To consider and approve 2024 Profit Distribution.			
7.	To consider and approve the authorisation for the Board to Implement 2025 Interim Dividends.			
8.	To consider and approve the Shareholders' dividend and return plan for the next 3 years (2025-2027).			
9.	To consider and approve the proposal on amending the Working Rules for the Independent Directors.			
Special Resolutions		For	Against	Abstain
10.	To consider and approve abolishment of the Supervisory Committee and the proposal on amending the Articles of Association, the Rules of Procedure of the General Meeting and the Rules of Procedure of the Board:			
10.1	Abolishment of the Supervisory Committee and the proposal on amending the Articles of Association;			
10.2	The proposal on amending the Rules of Procedure of the General Meeting; and			
10.3	The proposal on amending the Rules of Procedure of the Board.			
11.	To consider and approve the proposal on granting the general mandate to the Board to repurchase the H Shares.			
Ordinary Resolutions		For	Against	Abstain
12.	To consider and approve the resolution on the election of non-Independent Non-Executive Directors of the sixth session of the Board:	Cumulative Voting (Please fill in the number of votes in resolution 12.1 to 12.6 in the box below)		
12.1	Election of Dr. Hou Yongtai as an executive Director of the sixth session of the Board;			
12.2	Election of Mr. Wu Jianying as an executive Director of the sixth session of the Board;			
12.3	Election of Ms. Chen Yiyi as an executive Director of the sixth session of the Board;			
12.4	Election of Mr. Tang Minjie as an executive Director of the sixth session of the Board;			
12.5	Election of Ms. You Jie as a non-executive Director of the sixth session of the Board; and			
12.6	Election of Mr. Huang Ming as a non-executive Director of the sixth session of the Board.			
13.	To consider and approve the resolution on the election of Independent Non-Executive Directors of the sixth session of the Board:	Cumulative Voting (Please fill in the number of votes in resolution 13.1 to 13.4 in the box below)		
13.1	Election of Mr. Jiang Zhihong as an Independent Non-executive Director of the sixth session of the Board;			
13.2	Election of Mr. Shen Hongbo as an Independent Non-executive Director of the sixth session of the Board;			
13.3	Election of Mr. Su Zhi as an Independent Non-executive Director of the sixth session of the Board; and			
13.4	Election of Mr. Yang Yushe as an Independent Non-executive Director of the sixth session of the Board.			

Dated this \_\_\_\_\_ day of \_\_\_\_\_

Signature(s)<sup>(Note 6)</sup>: \_\_\_\_\_

*Notes:*

1. Please insert full name(s) and address(es) of Shareholder(s) as shown in the register of members in **BLOCK CAPITALS**.
2. Please insert the number of H Shares registered in your name(s) to which this form of proxy relates. If these are not completed, this form of proxy will be deemed to relate to all number of H Shares registered in your name(s).
3. If any proxy other than the chairman of the Meeting is preferred, please strike out the words “**the chairman of the Meeting**” and insert the name and address of the proxy desired in the space provided. A Shareholder entitled to attend and vote at the Meeting is entitled to appoint one or more proxies (if he holds more than one Share) to attend and vote in his stead, provided that if more than one proxy is so appointed, the appointment shall specify the class and number of Shares in respect of which each such proxy is so appointed. A proxy need not be a shareholder of the Company. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IN RESPECT OF THE RESOLUTIONS NOS. 1 TO 11, IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK (“/”) THE BOX MARKED “FOR” OR INSERT THE RELEVANT NUMBER OF SHARES. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK (“/”) THE BOX MARKED “AGAINST” OR INSERT THE RELEVANT NUMBER OF SHARES. IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE TICK (“/”) THE BOX MARKED “ABSTAIN” OR INSERT THE RELEVANT NUMBER OF SHARES. If no direction is given, your proxy will be entitled to vote or abstain at his discretion. Unless you have indicated otherwise in this form of proxy, your proxy will also be entitled to vote at his discretion or abstain from voting on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.**

The shares abstained will be counted in the calculation of the required majority. You should give your opinion as any one of the following: “For”, “Against” or “Abstain”. Any vote which is not filled or filled wrongly or with unrecognizable writing or not cast will be deemed as having waived your voting rights, and the corresponding poll will be counted as “Abstain”, while for Shareholders not present at the Meeting, the relevant voting rights subject to their waiver to vote shall not be counted for the purpose of determining the voting results of the resolutions.

5. Cumulative voting system will be adopted in resolutions 12 and 13 in relation to the election of Directors.

Cumulative voting system refers to where two or more Directors are to be elected at the general meeting, the number of votes for each share held by a Shareholder shall be equal to the aggregate number of Directors for election under the resolution. The Shareholders may use all of the votes concentrating on one particular person, or may distribute the votes for electing several persons.

No ballot will be cast “For”, “Against” or “Abstain” in cumulative voting. You are requested to fill in the corresponding number of votes in the “cumulative voting” column against the name of each candidate. The lowest votes will be nil and the highest will be the maximum number of votes under each resolution, and does not need to be the integral multiples of the number of shares held by you. If you mark “/” in the blank against the name of each candidate, you will be deemed to cast your total number of vote equally amongst the corresponding candidates.

6. This form of proxy must be signed by you or your attorney duly authorised in writing. In case of a legal person, the same must be either under its common seal or under the hand of its director or its attorney duly authorised in writing. If this form of proxy is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other document of authorisation, must be notarised.
7. Where there are joint holders of any Shares of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such Shares of the Company as if he was solely entitled thereto; but if more than one of such joint holders be present at the Meeting, 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. 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 joint holding.
8. 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 notarised copy thereof, must be deposited at Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for H Shareholders) not less than 24 hours before the time fixed for the Company’s H Share registrar, holding the Meeting or any adjournment thereof (i.e. not later than 2:00 p.m. on Monday, 9 June 2025).
9. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.
10. A Shareholder or his proxy should present proof of identity when attending the Meeting.

**PERSONAL INFORMATION COLLECTION STATEMENT**

“Personal Data” in this form of proxy has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Cap 486 (“PDPO”), which includes your and your proxy’s name and address.

You and your proxy’s Personal Data provided in this form of proxy will be used in connection with processing your request for the appointment of a proxy to attend, act and vote on your behalf as directed above at the Meeting. The supply of your and your proxy’s Personal Data is on a voluntary basis. However, the Company may not be able to process your request unless you provide us with your and your proxy’s Personal Data.

Your and your proxy’s Personal Data will be disclosed or transferred to the Company’s H Share Registrar and/or other companies or bodies for the purpose stated above, or when it is required to do so by law, for example, in response to a court order or a law enforcement agency’s request, and will be retained for such period as may be necessary for our verification and record purpose.

By providing your proxy’s Personal Data in this form of proxy, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her Personal Data provided in this form of proxy and that you also have informed your proxy of the purpose for and the manner in which his/her Personal Data may be used.

You/your proxy have/has the right to request access to and/or correction of your/your proxy’s Personal Data respectively in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your/your proxy’s Personal Data 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 Center, 183 Queen’s Road East, Wanchai, Hong Kong

By email to: PrivacyOfficer@computershare.com.hk

\* *For identification purpose only*