



友芝友生物製藥

Wuhan YZY Biopharma Co., Ltd.

武漢友芝友生物製藥股份有限公司

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

(Stock Code: 2496)

Number of shares to which this form of proxy relates ^(Note 1)	Unlisted shares
	H shares

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, JUNE 27, 2024

I/We^(Note 2) (name) _____

of (address) _____

being the registered holder(s) of _____

Unlisted shares/H shares^(Note 3) in the share capital of Wuhan YZY Biopharma Co., Ltd. (武漢友芝友生物製藥股份有限公司) (the "Company") hereby appoint the chairman of the

meeting^(Note 4) or (name) _____

of (address) _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below, or if no such indication is given then to vote as my/our proxy thinks fit, at the annual general meeting (the "AGM") of the Company for the year 2024 to be held at Conference Room 210, 2nd Floor, Building C2-1, No. 666 Gaoxin Road, East Lake High Tech, Development Zone, Wuhan, Hubei Province, PRC on Thursday, June 27, 2024 at 10:00 a.m. (and at any adjournment thereof).

Please tick ("√") the appropriate boxes to indicate how you wish your vote(s) to be cast^(Note 5).

ORDINARY RESOLUTIONS ^(Note A)		FOR	AGAINST	ABSTAIN
1.	To consider and approve the Annual Report for 2023.			
2.	To consider and approve the report of the Board of Directors for 2023 of the Company.			
3.	To consider and approve the report of the Supervisory Committee for 2023 of the Company.			
4.	To consider and approve the report of the financial report for 2023 of the Company.			
5.	To consider and approve the report of the profit distribution plan for 2023 of the Company.			
6.	To consider and approve the proposed reappointment of the auditor for 2024.			
SPECIAL RESOLUTIONS ^(Note A)				
7.	To consider and approve the proposed grant of Issuance Mandate.			
8.	To consider and approve the proposed adoption of the 2024 H Share Option Plan.			
9.	Conditional upon the above special resolution No. 8 being duly passed, to consider and approve the Plan Mandate Limit.			
10.	Conditional upon the above special resolutions No. 8 and No. 9 being duly passed, to consider and approve the Service Provider Sublimit.			
11.	To consider and approve the proposed amendments to the Articles of Association.			

Note A: Unless otherwise specified, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated May 29, 2024.

Date: _____ 2024

Signature(s)^(Note 6): _____

Notes:

- Please insert the number of shares registered in your name(s) to which this form of proxy relates. 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 shares of the Company registered in your name(s). If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified.
- Please insert the full name(s) and address(es) as registered in the register of members for shares of the Company in **BLOCK LETTERS**.
- Please insert the number of shares of the Company registered in your name(s) and delete as appropriate.
- 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. Any shareholder of the Company ("Shareholder") entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a Shareholder. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him/her. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT:** If you wish to vote for any resolution, please put a tick in the box marked "FOR". If you wish to vote against any resolution, please put a tick in the box marked "AGAINST". If you wish to vote abstention on any resolution, please put a tick in the box marked "ABSTAIN". If the form returned is duly signed but without specific direction on any proposed resolution, the proxy is entitled to vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy is entitled, in relation to that particular proposed resolution, to vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the AGM other than those set out in the notice convening the AGM.
- This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either executed under its common seal or under the hand of its directors, officially appointed proxy or officially authorized person.
- If an attending Shareholder or proxy casts a vote of abstention or abstains from voting in respect of a resolution, the Share(s) represented by that Shareholder or proxy will be regarded as valid votes when the Company counts the votes with respect to that resolution.
- In case of joint Shareholders, any of such joint Shareholders may sign this form of proxy provided that, if more than one joint Shareholder is present in person or by proxy, the vote of the joint Shareholder whose name stands first in the register of members of the Company, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint Shareholder(s).
- The form of proxy shall be signed by the Shareholder or his/her/its attorney who has been authorized in writing. If the Shareholder is a corporation, the form of proxy shall be affixed with the corporation's seal or signed by its director, or its attorney duly authorized in writing. If the form of proxy is signed by the attorney of the Shareholder, the power of attorney or other authorization document shall be notarized. For Shareholders, the aforementioned documents must be deposited at the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 24 hours before the time appointed for the meeting or the adjourned meeting (as the case may be) (i.e. not later than 10:00 a.m. on Wednesday, June 26, 2024), in order for such documents to be considered valid.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the AGM if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.
- Shareholders or his/her proxy(ies) shall produce their identification documents when attending the AGM in person or by proxy.
- References 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 authorised 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 fulfil 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 and sent to the Personal Data Privacy Officer of the Company's H Share Registrar (address as stated in note 9 above).