



邁博藥業
Mabpharm Limited
迈博药业有限公司

(Incorporated in the Cayman Islands with limited liability)
 (Stock Code: 2181)

**FORM OF PROXY FOR THE ANNUAL GENERAL MEETING
 TO BE HELD ON TUESDAY, JUNE 23, 2020**

Number of shares to which this form of proxy relates <i>(Note 1)</i>	
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I/We *(Note 2)* _____
 of _____
 being the registered holder(s) of shares in the issued share capital of Mabpharm Limited (the “**Company**”) hereby appoint the Chairman of the meeting *(Note 3)* or _____
 of _____
 as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the “**AGM**”) of the Company for the year 2020 to be held at No. 301 Libing Road, Zhangjiang, Pudong New District, Shanghai, PRC on Tuesday, June 23, 2020 at 2:00 p.m. (and at any adjournment thereof).

Please tick (“✓”) the appropriate boxes to indicate how you wish your vote(s) to be cast *(Note 4)*.

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors for the year ended December 31, 2019.		
2(a).	To re-elect Dr. Qian Weizhu as executive director.		
2(b).	To re-elect Dr. Wang Hao as executive director.		
2(c).	To re-elect Mr. Li Yunfeng as executive director.		
2(d).	To re-elect Dr. Li Jing as executive director.		
2(e).	To re-elect Mr. Guo Jianjun as non-executive director.		
2(f).	To re-elect Mr. Jiao Shuge as non-executive director.		
2(g).	To re-elect Mr. Guo Liangzhong as independent non-executive director.		
2(h).	To re-elect Dr. Zhang Yanyun as independent non-executive director.		
2(i).	To re-elect Dr. Liu Linqing as independent non-executive director.		
2(j).	To authorize the board of directors to fix directors’ remuneration.		
3.	To appoint Ernst & Young as auditors and to authorize the board of directors to fix their remuneration.		
4.	To grant a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.		

ORDINARY RESOLUTIONS		FOR	AGAINST
5.	To grant a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.		
6.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company under resolution no. 5 above by the aggregate number of the shares repurchased by the Company.		

Date: _____ 2020

Signature(s) *(Note 5)*: _____

Notes:

1. Please insert the number of shares to which this form of proxy 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 more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified.
2. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
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. Any shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint more than one proxy to attend and on a poll, vote instead of him. A proxy need not be a shareholder of the Company. In the case of a poll, every shareholder present in person or by proxy shall be entitled to one vote for each share held by him. On a show of hands, every shareholder who is present in person shall have one vote.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
5. 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 under its common seal or under the hand of an officer or attorney so authorized. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
6. In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
7. 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 notarially certified copy thereof, must be deposited at the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours (excluding any part of a day that is a public holiday) before the time appointed for the meeting (i.e. not later than 4:30 p.m. on Friday, June 19, 2020 (Hong Kong time)) or the adjourned meeting (as the case may be).
8. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM if you so wish, and in such event, this form of proxy shall be deemed to be revoked.
9. 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 by mail to Tricor Investor Services Limited at the above address.