



常茂生物化學工程股份有限公司
Changmao Biochemical Engineering Company Limited*
(a joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 954)

Proxy Form for the Class Meeting of Holders of Domestic Shares and Foreign Shares to be held on 5 May 2023

I/We ^(Note 1) _____
of _____ ^(Note 1)
being the registered holder(s) of ^(Note 2) _____ Domestic Share(s)/Foreign Share(s)*,
each with a nominal value of RMB0.10 in the capital of Changmao Biochemical Engineering Company Limited* (the "Company"),
hereby appoint the Chairman of the Class Meeting of Holders of Domestic Shares and Foreign Shares or ^(Note 3) _____
of _____

as my/our proxy to attend and act for me/us at the Class Meeting of Holders of Domestic Shares and Foreign Shares ("Class Meeting") (and at any adjournment thereof) to be held at 10:00 a.m. (or as soon as the EGM to be convened at the same date and place at 9:30 a.m. shall conclude or adjourn) on 5 May 2023 at Capital Conference Services Limited, Suite 3318, 33/F, Jardine House, 1 Connaught Place, Central, Hong Kong for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice of Class Meeting and at such Class Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit.

SPECIAL RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)
1.1	To consider and approve the proposal on the plan for application for the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange: Types of shares to be issued		
1.2	Par value of shares to be issued		
1.3	Pricing method		
1.4	Offering method		
1.5	Offer size		
1.6	Target subscribers		
1.7	Underwriting method		
1.8	Listing Venue		
1.9	Time of Offering		
1.10	Offering expenses		
1.11	Conversion to a joint stock limited company with shares offered and listed both domestically and overseas		
1.12	Validity of resolution		
2.	To consider and approve the proposal on the authorisation to the board of directors of the Company and its authorised person(s) to deal with matters related to the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange		
3.	To consider and approve the proposal on the projects to be financed by the proceeds of the initial public offering of ordinary shares denominated in RMB (A shares) of the Company and their feasibility		
4.	To consider and approve the proposal on plan for stabilisation of the price of A shares for the three years after the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange		
5.	To consider and approve the proposal on the profit distribution policy and shareholder dividend plan for the three years after the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange		
6.	To consider and approve the proposal on the remedial measures regarding the dilution of immediate returns due to initial public offering of ordinary shares denominated in RMB (A shares)		

SPECIAL RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)
7.	To consider and approve the proposal on the relevant undertakings and restrictive measures for the initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange		
8.	To consider and approve the proposal on the undertaking of the directors, senior management and the controlling shareholders and actual controllers of the Company for the earnest performance of the remedial measures regarding the dilution of immediate returns due to initial public offering and listing of ordinary shares denominated in RMB (A shares) of the Company on the Growth Enterprise Market of the Shenzhen Stock Exchange		
9.	To consider and approve the proposal on the arrangement with regard to the retained profits rolled forward prior to the initial public offering and listing of ordinary shares denominated in RMB (A shares) on the Growth Enterprise Market of the Shenzhen Stock Exchange		

Date: _____

Signature(s) ^(Note 5): _____

Notes:

1. Please insert your full name(s) (in Chinese and English) and address(es) (as shown in the register of members) in **BLOCK** letters. The names of all joint registered holders should be stated.
2. Please insert the number of shares registered under your name(s). If no number is inserted, this form of proxy will be deemed to relate to all shares in the Company registered under your name(s).
3. If any proxy other than the Chairman of the Class Meeting is preferred, delete the words “the Chairman of the Class Meeting of the Holders of Domestic Shares and Foreign Shares” and insert the name and address of the proxy desired in the space provided. A member may appoint one or more proxies to attend and vote in his stead. A proxy does not need to be a member of the Company but must attend the Class Meeting to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK IN THE BOX MARKED “AGAINST”.** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to cast your vote at his discretion or abstain. Your proxy will also be entitled to vote or abstain at his discretion on any resolutions properly put to the CLASS MEETING other than those referred to in the notice convening the Class Meeting.
5. 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 executed either under its common seal or under the hand of a director or attorney duly authorised to sign the same.
6. Where there are joint holders of a share, any one of such joint holders may vote at the Class Meeting, either personally or by proxy, in respect of such shares as if he was solely entitled thereto; but if more than one of such joint holders is present at the Class Meeting personally or by proxy, then one of the joint holders so present whose name stands first on the register of member of the Company in respect of such share shall alone be entitled to vote in respect thereof.
7. To be valid, this form of proxy, together with the power of attorney (if any) or other document of authority (if any) under which it is signed (or a notarially certified copy of that power or attorney or other document of authority) must be delivered to the Company’s principal place of business in Hong Kong at Room 54, 5/F, New Henry House, 10 Ice House Street, Central, Hong Kong.
8. Completion and return of this form of proxy will not preclude you from attending and voting at the Class Meeting if you so wish. In the event that you attend the Class Meeting after having lodged this form of proxy as indicated above, this form of proxy will be deemed to have been revoked.

+ *Delete as appropriate*

* *For identification purpose only*