



**Akesobio**

**Akeso, Inc.**

**康方生物科技（開曼）有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 9926)**

**FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING**

I/We (Name) (Block Capital, please) \_\_\_\_\_

of (Address) \_\_\_\_\_

being the holder(s) of \_\_\_\_\_ (see Note 1) shares of US\$0.00001 each in the capital of Akeso, Inc. (the “Company”)

hereby appoint (Name) \_\_\_\_\_

of (Address) \_\_\_\_\_

or failing him/her (Name) \_\_\_\_\_

of (Address) \_\_\_\_\_

or failing him/her, the chairman of the meeting (see Note 2) as my/our proxy to attend and vote for me/us and on my/our behalf at the extraordinary general meeting of the Company to be held at No. 6, Shennong Road, Torch Development Zone, Zhongshan, China on Friday, May 19, 2023 at 2 p.m., and at any adjournment thereof or on any resolution or motion which is proposed thereat. My/Our proxy is authorised and instructed to vote as indicated (see Note 3) in respect of the undermentioned resolutions:

Unless otherwise indicated, capitalized terms used in this form of proxy shall have the same meanings as those defined in the Circular issued by the Company dated May 3, 2023 (the “Circular”).

Ordinary Resolutions (see Note 3)		For (see Note 3)	Against (see Note 3)
1.	To consider and approve the RMB Share Issue and the Specific Mandate (including but not limited to the particulars as set out in the section headed “Resolution on the RMB Share Issue and the Specific Mandate” in the Circular).*		
2.	To consider and approve the authorization to the Board and its authorized person(s) to exercise full powers to deal with matters relating to the RMB Share Issue (including but not limited to the particulars as set out in the section headed “Resolution on Authorization to the Board and its authorized person(s) to Exercise Full Powers to Deal with Matters Relating to the RMB Share Issue” in the Circular).		
3.	To consider and approve the plan for distribution of profits accumulated before the RMB Share Issue (including but not limited to the particulars as set out in the section headed “Resolution on the Plan for Distribution of Profits Accumulated before the RMB Share Issue” in the Circular).		
4.	To consider and approve the plan for stabilization of the price of the RMB Shares for the three years after the RMB Share Issue in the form as set forth in Appendix I to the Circular.		
5.	To consider and approve the dividend return plan for the coming three years after the RMB Share Issue in the form as set forth in Appendix II to the Circular.		
6.	To consider and approve the use of proceeds from the RMB Share Issue (including but not limited to the particulars as set out in the section headed “Resolution on the Use of Proceeds from the RMB Share Issue” in the Circular) subject to any adjustment to be made to the actual amount of proceeds used in each of the projects based on the final approval of the Board (or its authorized person(s)) as stated in the final prospectus to be issued in relation to the RMB Share Issue.		
7.	To consider and approve the remedial measures for the dilution of immediate returns by the RMB Share Issue in the form as set forth in Appendix III to the Circular.		
8.	To consider and approve the undertakings and the corresponding binding measures in connection with the RMB Share Issue in the form as set forth in Appendix IV to the Circular.		
9.	To consider and approve the adoption of policy governing the procedures for the holding of general meetings in the form as set forth in Appendix VI to the Circular which will become effective on the date of the listing of the RMB Shares on the STAR Market.		
10.	To consider and approve the adoption of policy governing the procedures for the holding of Board meetings in the form as set forth in Appendix VII to the Circular which will become effective on the date of the listing of the RMB Shares on the STAR Market.		
11.	To authorise any one or more of the Director(s) or officer of the Company to carry out and take, and to do all actions and things necessary and to sign and execute all necessary documents or agreements, and to take such steps as he/she/they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with or to give effect to the ordinary resolutions above.		

<b>Special Resolutions</b> <i>(see Note 3)</i>		<b>For</b> <i>(see Note 3)</i>	<b>Against</b> <i>(see Note 3)</i>
12.	To consider and approve the Proposed Amendments to the Current Articles of Association, details of which are set out in Appendix V-A to the Circular and the adoption of the Amended Articles of Association which contains all the Proposed Amendments to the Current Articles of Association in substitution for and to the exclusion of the current articles of association of the Company with immediate effect.*		
13.	To consider and approve the Proposed Amendments to the Articles of Association for the RMB Share Issue, details of which are set out in Appendix V-B to the Circular and the adoption of the Amended Articles of Association which contains all the Proposed Amendments to the Current Articles of Association and the Proposed Amendments to the Articles of Association for the RMB Share Issue in substitution for and to the exclusion of the then existing articles of association of the Company with effect from the date of listing of the RMB Shares on the STAR Market.*		

\* The full text of the resolutions are set out in the Notice of Extraordinary General Meeting of the Company dated May 3, 2023.

Date: \_\_\_\_\_ Signature(s) *(see Note 4 & 5)* : \_\_\_\_\_

**Notes:**

- Please insert the number of shares registered in your name(s); if no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- A shareholder may appoint more than one proxy of his/her own choice. If such an appointment is made, strike out the words "the chairman of the meeting", and insert the name(s) of the person(s) appointed as proxy in space provided. 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 TICK THE BOX MARKED "For". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "Against".** Failure to tick a box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- If the appointor is a corporation, this form must be executed under common seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share as if he/she were 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, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy must be completed, signed and deposited at the Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof), not less than 48 hours before the time for holding the meeting (i.e. by 2 p.m. on Wednesday, May 17, 2023, Hong Kong time) or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.
- A proxy need not be a shareholder of the Company.

**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 share registrar and its Hong Kong branch share registrar and transfer office 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 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 Centre, 183 Queen's Road East, Wanchai, Hong Kong

By email to: [PrivacyOfficer@computershare.com.hk](mailto:PrivacyOfficer@computershare.com.hk)