银诺医药
INNOGEN

Guangzhou Innogen Pharmaceutical Group Co., Ltd.
廣州銀諾醫藥集團股份有限公司

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

(Stock Code: 2591)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING

No. of Shares to which this Proxy Form relates*(Note 2)*	

I/We*(Note 3)* ______________________________

of (address) ______________________________

being the holder(s) of ____________________ **Unlisted Shares/H Shares***(Note 2&4)* with a nominal value of RMB1.00 each in the share capital of Guangzhou Innogen Pharmaceutical Group Co., Ltd. (the "**Company**"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING*(Note 5)*, or ____________________

of (address) ______________________________

as my/our*(Note 4)* proxy(ies) to attend the annual general meeting (the "**AGM**") of the Company to be held at 21st Floor, Qiantan Times Square, 399 Haiyang West Road, Pudong New Area, Shanghai, the PRC on Monday, 29 June 2026 at 10:00 a.m. or at any adjournment thereof (as the case may be) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the AGM and at the AGM or at any adjournment thereof, and to vote at such meeting as indicated below on behalf of me/us*(Note 4)*, or if no such indication is given, as my/our*(Note 4)* proxy(ies) think(s) fit.

	Ordinary Resolutions	**For***(Note 6)*	**Against***(Note 6)*	**Abstain***(Note 6)*
1.	To consider and approve the 2025 Report of the Board.			
2.	To consider and approve the 2025 Report of the Supervisory Committee.			
3.	To consider and approve the 2025 Audited Consolidated Financial Statements.			
4.	To consider and approve the 2025 Annual Report.			
5.	To consider and approve the profit distribution plan for the year ended 31 December 2025.			
6.	To consider and approve the re-appointment of Ernst & Young as the financial report auditor of the Company for 2026, to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the Board to fix the remuneration of the auditor.			
7.	To consider and approve the re-election and remuneration of Dr. WANG QINGHUA as an executive Director.			
8.	To consider and approve the re-election and remuneration of Ms. Jiang Fan as an executive Director.			
9.	To consider and approve the re-election and remuneration of Ms. Xu Wenjie as an executive Director.			
10.	To consider and approve the re-election and remuneration of Mr. Huang Bing as an executive Director.			
11.	To consider and approve the re-election and remuneration of Mr. HO KYUNG SHIK as a non-executive Director.			
12.	To consider and approve the re-election and remuneration of Mr. Heng Lei as a non-executive Director.			
13.	To consider and approve the re-election and remuneration of Mr. Tao Wuping as an independent non-executive Director.			
14.	To consider and approve the re-election and remuneration of Dr. Song Ruilin as an independent non-executive Director.			
15.	To consider and approve the re-election and remuneration of Mr. Chan Heung Wing Anthony as an independent non-executive Director.			
	Special Resolutions	**For***(Note 6)*	**Against***(Note 6)*	**Abstain***(Note 6)*
16.	To consider and approve the abolishment of the supervisory committee of the Company.			
17.	To consider and approve the proposed amendments to the Articles of Association, including amending the business scope of the Company and name change of the promoters of the Company, and handling of registration matters.			
18.	To consider and approve the proposed amendments to the Rules of Procedures for the General Meeting.			
19.	To consider and approve the proposed amendments to the Rules of Procedures for the Board of Directors.			
20.	To consider and approve the grant of a general mandate to the Directors to repurchase H Shares in issue on the Stock Exchange with an aggregate nominal value not exceeding 10% of the aggregate nominal value of H Shares (excluding treasury shares) in issue as at the date of passing of this resolution.			
21.	To consider and approve the grant of a general mandate to the Directors to allot, issue and deal with H Shares not exceeding 20% of the H Shares (excluding treasury shares) in issue as at the date of passing of this resolution.			
22.	To consider and approve proposed adoption of the Share Award Scheme.			
23.	To consider and approve the proposed authorisation to the Board and/or its authorised persons to deal with matters pertaining to the Share Award Scheme.			
24.	To consider and approve (subject to the passing of resolution No. 22) a sublimit for service providers of 4,568,193 Shares, representing approximately 1% of the total issued Shares (excluding treasury shares) as at the date of adoption of the Share Award Scheme.			

Date: ____________________ (2026)　　　　Shareholder's signature: ____________________

Notes:

1. Unless the context otherwise requires, capitalised terms used in this proxy form have the same meanings as defined in the circular of the Company dated 5 June 2026 and to which this proxy form relates. The description of the resolutions in this proxy form is by way of summary only. Please refer to the Notice of Annual General Meeting dated 5 June 2026 for the full text of the resolutions.
2. Please insert the number of shares registered in your name(s) and related to this proxy form. If no number is inserted, this proxy form will be deemed to relate to all the shares of the Company registered in your name(s).
3. Full name(s) and address(es) are to be inserted in **Block Letters** as set out in the register of members of the Company.
4. Please strike out the inappropriate one.
5. If you wish to appoint any person other than the Chairman of the AGM as your proxy, please delete the words "the Chairman of the AGM or" and insert the name and address of the person to be appointed as your proxy in the space provided. If no name is inserted, the chairman of the AGM will become your proxy accordingly. Each shareholder is entitled to appoint one or more proxies to attend and vote on his behalf at the meeting. A proxy need not be a member of the Company but should attend the meeting in person. Any alteration to this form shall be initialised by the person who signs this form. In the case of joint holders of Shares, any one of such holders may vote at the AGM, either personally or by proxy, in respect of such Share as if he was solely entitled thereto, but if more than one of such joint holders are present at the AGM personally or by proxy, that one of the said persons present whose name stands first on the register of members of the Company in respect of such Shares, either personally or by proxy, shall alone and not others be entitled to vote in respect thereof.
6. Important: If you wish to vote for any of the resolution set out above, please tick in the box marked "For". If you wish to vote against any of the resolutions set out above, please tick in the box marked "Against". If you wish to abstain from voting on any resolution, please put a tick in the box marked "Abstain" or insert the number of Shares held by you. If no such indication is given, your proxy(ies) is/are entitled to vote as it/they thinks fit.

7. This proxy form must be signed under your hand or your attorney duly authorised in writing (and for such purpose, the authorisation must be notarially certified), or if you are a body corporate or an entity, the instrument shall be signed under the hand of the chairman of the board or attorneys duly authorised in writing with the seal of the body corporate or entity affixed, provided that the way to sign this proxy form complies with the relevant provision(s) as prescribed in the articles of association of such company or entity.

8. To be valid, H Shareholders shall deliver the form of proxy, and a notarially certified copy of the power of attorney or other documents of authorization, if any, under which it is signed by an attorney duly authorised or other persons being authorised to the Company's H shares registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 24 hours before the time for holding the meeting (i.e. before 10:00 a.m. on Sunday, 28 June 2026). To be valid, Unlisted Shareholders shall deliver the form of proxy and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's designated correspondence address at 21st Floor, Qiantan Times Square, 399 Haiyang West Road, Pudong New Area, Shanghai, the PRC not less than 24 hours before the time for holding of the AGM (i.e. before 10:00 a.m. on Sunday, 28 June 2026).

9. Any proxy/proxies who attend the AGM on behalf of any shareholder shall bring along this proxy form as completed and signed together with identification proof of the proxy/proxies.

10. This proxy form shall be completed in duplication. One copy shall be delivered to the Company or the Company's H shares registrar in accordance with note 8. The other copy shall be produced at the time attending the AGM by the proxy/proxies in accordance with note 9.

11. Completion and delivery of the proxy form shall not preclude you from attending and voting at the AGM or any adjournment thereof should you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.

12. All times stated refer to Hong Kong time.

PERSONAL INFORMATION COLLECTION STATEMENT

(i) "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("**PDPO**").

(ii) Your 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. Your supply of your and your proxy's Personal Data is on voluntary basis. However, the Company may not be able to process your request unless you provide us with such Personal Data.

(iii) Your and your proxy's Personal Data may be disclosed or transferred by the Company to its H share registrar, and/or other companies or bodies for any of the stated purposes, 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 retained for such period as may be necessary for our verification and record purposes.

(iv) 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 data may be used.

(v) 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 to the Privacy Officer of Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.