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 EXTRAORDINARY GENERAL MEETING TO BE HELD ON TUESDAY, 17 NOVEMBER 2026

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 extraordinary general meeting (the "**EGM**") of the Company to be held at Conference Room 3, 2nd Floor, Building C2–1, No. 666 Gaoxin Road, East Lake High Tech Development Zone, Wuhan, Hubei Province, PRC on Tuesday, 17 November 2026 at 10:00 a.m. (and at any adjournment thereof). I/we direct that my/our vote(s) be cast on the specified resolutions as indicated by a "√" in the appropriate boxes. In the absence of any indication, the proxy may vote in respect of that resolution at his/her discretion.

	SPECIAL RESOLUTIONS(Notes A & B)	FOR	AGAINST
1.	"**THAT**: (a) the share subscription agreement (the "**Share Subscription Agreement**") dated 30 August 2026 entered into between the Company and Dr. Yuan Qian, Dr. Zhou Hongfeng and Dr. Zhou Pengfei (the "**Subscribers**") in relation to the subscription by the Subscribers of 35,592,400 new Domestic shares (the "**Subscription Share(s)**") of RMB1 each in the Company at the subscription price of RMB2.43 (equivalent to HK$2.80957) per Subscription Share (the "**Subscription**") and the transactions contemplated thereby be and are hereby approved, confirmed and ratified; (b) all the transactions contemplated under the Share Subscription Agreement, including but not limited to the specific mandate to allot and issue the Subscription Shares by the Company to the Subscribers pursuant to the Share Subscription Agreement (the "**Specific Mandate**"), be and are hereby approved and the Board be and is hereby authorised to allot and issue the Subscription Shares to the Subscribers pursuant to the Share Subscription Agreement; and (c) any one executive Director(s) or its authorized person is authorised to implement and take all steps and to do acts and things which as he/she deems may be necessary or desirable to give effect and/or to complete or in connection with the Share Subscription and transactions contemplated thereunder, including but not limited to approving any changes or amendments thereto, to obtain all necessary approvals from, and making all relevant registrations and filings with, the relevant PRC and other authorities, and to sign and execute such further documents, or to doing any other things incidental thereto and/or as contemplated thereunder, and the abovementioned authorisation and resolutions regarding the Share Subscription and/or the issuance of Subscription Shares shall be valid for a period of 12 months from the date of approval by the Shareholders."		
2.	**THAT** subject to the granting of the Whitewash Waiver (as defined below) by the Executive Director of the Corporate Finance Division of the Securities and Futures Commission of Hong Kong or any of his delegate(s) and any conditions that may be imposed thereon, the waiver (the "**Whitewash Waiver**") of the obligation on the part of the Subscribers to make a mandatory general offer for all the issued shares and other securities of the Company (other than those already owned or agreed to be acquired by the Subscribers or the Concert Parties) which might otherwise arise as a result of the Subscribers subscribing for the Subscription Shares under the Share Subscription Agreement pursuant to Note 1 on dispensations from Rule 26 of the Takeovers Code be and is hereby approved, and that any one or more of the Directors be and is/are hereby authorised to do all such acts and things and execute all such documents under seal where applicable as he considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to any of the matters relating to, or incidental to, the Whitewash Waiver.		
3.	**THAT** the Board and its authorized person(s) be and is/are hereby authorised to change the registered capital and amend relevant provisions of the existing articles of association of the Company correspondingly upon the completion of the Share Subscription.		

Date: _____ 2026 Signature(s)(Note 6): _____

Notes:

1. 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.
2. Please insert the full name(s) and address(es) as registered in the register of members for shares of the Company in **BLOCK LETTERS**.
3. Please insert the number of shares of the Company registered in your name(s) and delete as appropriate.
4. If any proxy other than the chairman of the meeting is preferred, please strike out the words "the chairman of the meeting or" 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 EGM 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 INITIALLED BY THE PERSON WHO SIGNS IT.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST".** If this form of proxy is returned duly signed but no direction is given, your proxy may vote for or against the resolution or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
6. 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.
7. 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).
8. 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 Monday, 16 November 2026), in order for such documents to be considered valid.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the EGM if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.
10. Shareholders or his/her proxy(ies) shall produce their identification documents when attending the EGM in person or by proxy.
11. Unless otherwise specified, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 30 October 2026.

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 EGM 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 8 above).