



# JOINN LABORATORIES (CHINA) CO., LTD.

## 北京昭衍新藥研究中心股份有限公司

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

(Stock code: 6127)

### PROXY FORM

#### FOR THE SECOND EXTRAORDINARY GENERAL MEETING OF 2022 TO BE HELD ON THURSDAY, NOVEMBER 17, 2022 (OR AT ANY ADJOURNMENT THEREOF)

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of <sup>(Note 2)</sup> \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 3)</sup> \_\_\_\_\_ A shares / \_\_\_\_\_ H shares of RMB1.00  
each in the share capital of the JOINN Laboratories (China) Co., Ltd. (the "Company"), hereby appoint the Chairman of the meeting <sup>(Notes 4 and 5)</sup>  
or \_\_\_\_\_  
of (address) \_\_\_\_\_

to act as my/our proxy to attend and vote for me/us and on my/our behalf at the 2022 second extraordinary general meeting (the "EGM") of the Company to be held at 2:30 p.m. on Thursday, November 17, 2022 at A5 Rongjing East Street, Beijing Economic-Technological Development Area, Beijing, the People's Republic of China (the "PRC") and at any adjournment thereof and to exercise all rights conferred on proxies according to the following indications under laws, regulations and the articles of association of the Company in respect of the resolutions set out in the notice of the EGM as hereunder, or if no such indication is given, as my/our proxy thinks fit.

I/We wish my/our proxy to vote as indicated below in respect of the resolutions to be proposed at the meeting.

No.	SPECIAL RESOLUTIONS	FOR <sup>(Note 6)</sup>	AGAINST <sup>(Note 6)</sup>	ABSTAIN <sup>(Note 6)</sup>
1.	The adoption of the 2022 Restricted A Share Incentive Scheme			
2.	The adoption of the Assessment Administrative Measures on the Implementation of the 2022 Restricted A Share Incentive Scheme			
3.	To authorize the Board of Directors to deal with matters in relation to the 2022 Restricted A Share Incentive Scheme			
No.	ORDINARY RESOLUTIONS	FOR <sup>(Note 6)</sup>	AGAINST <sup>(Note 6)</sup>	ABSTAIN <sup>(Note 6)</sup>
4.	The adoption of the 2022 A Share Employee Stock Ownership Plan			
5.	The adoption of the Assessment Administrative Measures on the Implementation 2022 A Share Employee Stock Ownership Plan			
6.	To authorize the Board to deal with matters in relation to the 2022 A Share Employee Stock Ownership Plan			
No.	ORDINARY RESOLUTIONS (BY WAY OF CUMULATIVE VOTING)	CUMULATIVE VOTING <sup>(Note 11)</sup> (Please insert the number of votes)		
7.00	The resolutions in respect of the proposed election of non-independent Director of new session of the Board:			
7.01	The appointment of Ms. Feng Yuxia as an executive Director of the fourth session of the Board			
7.02	The appointment of Mr. Zuo Conglin as an executive Director of the fourth session of the Board			
7.03	The appointment of Mr. Gu Xiaolei as a non-executive Director of the fourth session of the Board			
7.04	The appointment of Dr. Yao Dalin as an executive Director of the fourth session of the Board			
7.05	The appointment of Ms. Sun Yunxia as an executive Director of the fourth session of the Board			
7.06	The appointment of Mr. Gao Dapeng as an executive Director of the fourth session of the Board			
8.00	The resolutions in respect of the proposed election of independent Directors of new session of the Board:			
8.01	The appointment of Dr. Zhai Yonggong as an independent non-executive Director of the fourth session of the Board			

No.	ORDINARY RESOLUTIONS (BY WAY OF CUMULATIVE VOTING)	CUMULATIVE VOTING <sup>(Note 11)</sup> (Please insert the number of votes)
8.02	The appointment of Mr. Sun Mingcheng as an independent non-executive Director of the fourth session of the Board	
8.03	The appointment of Mr. Ou Xiaojie as an independent non-executive Director of the fourth session of the Board	
8.04	The appointment of Mr. Zhang Fan as an independent non-executive Director of the fourth session of the Board	
9.00	The resolutions in respect of the proposed election of new session of the supervisory committee of the Company:	
9.01	The appointment of Mr. Ho Yingjun as a non-employee representative supervisor of the fourth session of the supervisory committee of the Company	
9.02	The appointment of Ms. Zhao Wenjie as a non-employee representative supervisor of the fourth session of the supervisory committee of the Company	

Signature <sup>(Note 7)</sup>: \_\_\_\_\_

Dated: \_\_\_\_\_ 2022

Notes:

- Please insert full name(s) in **BLOCK CAPITALS**.
- Please insert full address(es) in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all shares of the Company registered in your name(s).
- If you are a Shareholder who is entitled to attend and vote at the meeting, you are entitled to appoint one or more proxies to attend instead of you and to vote on your behalf. A proxy need not be a Shareholder of the Company, but must attend the meeting in person in order to represent you.
- If a proxy other than the Chairman of the meeting is preferred, cross out the words "the Chairman of the meeting" and insert the full name and address of the proxy (or proxies) desired in the space provided. If no name is inserted, the Chairman of the meeting will act as your proxy. Any changes made to this proxy form must be initialed by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING, TICK THE APPROPRIATE BOX MARKED "ABSTAIN".** If you return this proxy form without indicating as to how your proxy is to vote on any particular matter, the person appointed as your proxy will exercise his/her discretion as to whether he/she votes and, if so, how and, unless instructed otherwise, he/she may also vote or abstain from voting as he/she thinks fit on any other business (including amendments to resolutions) which may properly come before the meeting. The shares abstained will be counted in the calculation of the required majority.
- This proxy form must be signed and dated by the Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a company, it should execute this proxy form under its common seal or by its Directors or (a) person(s) duly authorised to sign on its behalf. In case of joint holders, only the person whose name stands first on the register of members may attend and vote at the EGM, either in person or by proxy.
- To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed, or a notarized copy of such power of attorney or authority, must be completed and deposited at the H share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H shares), or at the Company's headquarters in the PRC, at A5 Rongjing East Street, Beijing Economic-Technological Development Area, Beijing, the PRC (for holders of A shares), at least 24 hours before the time appointed for holding the meeting or any adjournment thereof.
- Completion and delivery of this proxy form will not preclude you from attending and voting at the meeting in person if you so wish.
- Shareholders or their proxies attending the meeting shall produce their identity documents.
- The cumulative voting process will be adopted for the voting of resolutions No. 7.00, 8.00 and 9.00 above, and the one-share-one-vote system will be adopted for the voting of each of the other resolutions. Each Share represents the voting rights equivalent to the number of Directors or Supervisors to be elected under a particular resolution. If a Shareholder holds 100 Shares, 10 Directors should be elected at such general meeting out of 12 Director candidates, then the Shareholder shall have 1,000 votes for the election of Directors under a particular resolution. Voting of a Shareholder shall be confined to the number of votes to which he/she/it is entitled to in respect of each resolution. A Shareholder may cast his/her/its votes at his/her/its own discretion by casting his/her/its vote on one candidate or on different candidates in any combination. Upon completion of the voting, the votes will be counted cumulatively in respect of each of the resolutions.

**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 meeting 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 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. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data 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.