



# UNITED GENE HIGH-TECH GROUP LIMITED

## 聯合基因科技集團有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 399)

### FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING TO BE HELD ON 25 AUGUST 2015

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_ being the registered holder(s)  
of \_\_\_\_\_ <sup>(Note 2)</sup> shares of HK\$0.01 ("Shares") each in the share capital of  
United Gene High-Tech Group Limited (the "Company"), **HEREBY APPOINT** <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_ or failing him, the chairman of  
the annual general meeting (the "Meeting") of the Company as my/our proxy at the Meeting to be held at Gloucester Room I, 3/F, The  
Excelsior, Hong Kong, 281 Gloucester Road, Causeway Bay, Hong Kong on Tuesday, 25 August 2015 at 4:00 p.m. (and at any  
adjournment thereof) and to vote on my/our behalf in respect of the resolutions as indicated below <sup>(Note 4)</sup>:

SPECIAL RESOLUTION <sup>(Note 5)</sup>		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1.	To approve the English name of the Company be changed from "United Gene High-Tech Group Limited" to "Innovative Pharmaceutical Biotech Limited" and the Chinese name "領航醫藥及生物科技股份有限公司" be adopted as the new secondary name of the Company in place of "聯合基因科技集團有限公司".		
ORDINARY RESOLUTIONS <sup>(Note 5)</sup>		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
2.	To receive and adopt the audited financial statements and the reports of the directors and of the auditors of the Company for the year ended 31 March 2015.		
3.	(i) To re-elect Mr. Tang Rong as an executive Director;		
	(ii) To re-elect Dr. Guo Yi as an executive Director;		
	(iii) To re-elect Dr. Zhang Zhihong as an independent non-executive Director;		
	(iv) To re-elect Mr. Wang Rongliang as an independent non-executive Director; and		
	(v) To authorise the board of Directors to fix the Directors' remuneration.		
4.	To re-appoint Deloitte Touche Tohmatsu as the Company's auditors and to authorise the board of Directors to fix their remuneration.		
5.	To give a general mandate to the Directors to allot, issue and otherwise deal with additional Shares not exceeding 20% of the total number of the issued shares of the Company as at the date of this resolution.		
6.	To give a general mandate to the Directors to buy back the Shares not exceeding 10% of the total number of the issued shares of the Company as at the date of this resolution.		
7.	To extend the general mandate granted to the Directors to issue the Shares pursuant to the foregoing resolution no. 5 by a total number of Shares bought back by the Company pursuant to the foregoing resolution no. 6.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2015

Signature: \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) to be inserted in **BLOCK LETTERS**.
- 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 share capital of the Company registered in your name(s).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED "AGAINST".** Failure to complete any of the boxes will entitle your proxy to vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- The full text of each resolution referred to above is set out in the notice of the Meeting dated 24 July 2015.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
- In the case of joint holders, 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 holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
- To be valid, this form of proxy, together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company's branch share registrar and transfer agent in Hong Kong, Tricor Tengis Limited at Level 22, Hopewell Centre 183, Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish and in such event, this form of proxy shall be deemed to have been revoked.