



# UNITED GENE HIGH-TECH GROUP LIMITED

## 聯合基因科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 399)

### FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING TO BE HELD ON 3 NOVEMBER 2010

I/We<sup>(Note 1)</sup> \_\_\_\_\_

of \_\_\_\_\_ being the registered holder(s)

of \_\_\_\_\_ shares<sup>(Note 2)</sup> of HK\$0.01 ("Shares") each in the 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") as my/our proxy to attend on my/our behalf at the Meeting (and at any adjournment thereof) of the Company to be held at Rooms No. 1405-1406, Harbour Centre, No. 25 Harbour Road, Wanchai, Hong Kong on Wednesday, 3 November 2010 at 4:00 p.m. for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below<sup>(Note 4)</sup>;

ORDINARY RESOLUTIONS <sup>(Note 5)</sup>		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1.	To receive and adopt the audited financial statements and the reports of the directors and of the auditors for the year ended 30 June 2010.		
2.	(i) To re-elect Ms. Jiang Di as director;		
	(ii) To re-elect Mr. Jiang Jian as director; and		
	(iii) To authorise the board of directors to fix the remuneration of directors.		
3.	To appoint ANDA CPA Limited, as the auditors and to authorize the board of directors to fix their remuneration.		
4.	To give a general mandate to the directors to issue, allot and deal with additional Shares not exceeding 20% of the aggregate nominal amount of the issued share capital as at the date of this resolution.		
5.	To give a general mandate to the directors to purchase Shares not exceeding 10% of the aggregate nominal amount of the issued share capital as at the date of this resolution.		
6.	To extend the general mandate granted to the directors to issue Shares in the share capital of the Company pursuant to the foregoing resolution no. 4 by an additional amount representing the aggregate nominal amount of the share capital of the Company repurchased pursuant to the foregoing resolution no. 5.		
7.	To refresh the scheme mandate limit under the share option scheme of the Company of up to 10% of the aggregate nominal amount of the issued share capital as at the date of this resolution.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2010.

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 cast his vote 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 30 September 2010.
- 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 registrars in Hong Kong, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, 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 the form of proxy will not preclude you from attending and voting at the Meeting if you so wish and in such event, the appointment of the proxy shall be deemed to have been revoked.