



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)

PROXY FORM

Form of proxy for use by the Independent Shareholders of United Gene High-Tech Group Limited (the "Company") at the extraordinary general meeting (the "Meeting") to be convened at Rooms No. 1405-1406, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong on Wednesday, 8 December 2010, at 4:00 p.m. (or any adjournment thereof)

(Terms used in this form of proxy have the same meanings as defined in the circular dated 22 November 2010 (the "Circular").)

I/We (note a) _____
of _____
being the registered holder(s) of (note b) _____
shares of HK\$0.01 ("Shares") each of the Company **HEREBY APPOINT** the chairman (the "Chairman") of the Meeting
or _____
of _____
to act as my/our proxy (note c) at the Meeting to be held at Rooms No. 1405-1406, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong on Wednesday, 8 December 2010, at 4:00 p.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast (note d)

ORDINARY RESOLUTION	FOR	AGAINST
(a) the entering into the Acquisition Agreement and the Exclusive Agreements and the transactions contemplated thereunder by, among others, the Purchaser and Target A be and are hereby approved, confirmed and ratified and the performance of the transactions contemplated thereunder by, among others, the Purchaser and Target A be and are hereby approved; and		
(b) the Directors be and are hereby authorised to sign and execute such documents and do all such acts and things incidental to the Acquisition, the Continuing Supplies and the Distribution Arrangement or as they consider necessary, desirable or expedient in connection with the implementation of or giving effect to the Acquisition Agreement, the Exclusive Agreements and the transactions contemplated thereunder.		

Dated the _____ day of _____ 2010

Shareholder's signature _____ (notes e, f, g, and h)

Notes:

- Full name(s) and address to be inserted in BLOCK CAPITALS.
- 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 capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the Meeting or" and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any resolutions, please tick ("✓") the boxes marked "Against". If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no special direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder of the Company, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this form of proxy together with any power of attorney (if any) under which it is signed or a certified copy of such power or authority must be deposited at the Hong Kong branch share registrar of the Company, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned meeting.
- Any alteration made to this form should be initialed by the person who signs the form.