



# Sinco Pharmaceuticals Holdings Limited

## 兴科蓉医药控股有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 6833)

### FORM OF PROXY FOR USE AT ANNUAL GENERAL MEETING

I/We (Name) \_\_\_\_\_ (Block capitals, please) of (Address) \_\_\_\_\_ being the holder(s) of \_\_\_\_\_ (see Note 1) shares of HK\$0.0001 each in the capital of Sinco Pharmaceuticals Holdings Limited (the "Company") hereby appoint (Name) \_\_\_\_\_ of (Address) \_\_\_\_\_ or failing him/her, the chairman of the meeting (see Note 2) as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting (the "Annual General Meeting") of the Company to be held at Banshan Commune Hotel, No.81, Jinshuang Road, Jindi Town, Shifang City, Deyang, Sichuan Province, the PRC on Friday, 13 May 2022 at 10:00 a.m. and at any adjournment thereof or on any resolution or motion which is properly proposed thereat. My/Our proxy is authorised and instructed to vote as indicated (see Note 3) in respect of the undermentioned resolutions:

Ordinary Resolutions (see Note 3)		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company for the year ended 31 December 2021 and the reports of the directors and independent auditor thereon.		
2.	(a) To re-elect the following directors of the Company (the "Directors"):		
	(i) Mr. Huang Xiangbin as an executive Director;		
	(ii) Mr. Wang Qing as an independent non-executive Director; and		
	(b) To authorise the board of directors of the Company (the "Board") to fix the remuneration of the Directors.		
3.	To re-appoint Ernst & Young as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorize the Board to fix their remuneration for the year ending 31 December 2022.		
4.	(A) To grant a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the number of issued shares of the Company.		
	(B) To grant a general mandate to the directors to repurchase shares not exceeding 10% of the number of issued shares of the Company.		
	(C) Conditional upon the passing of ordinary resolutions numbered 4(A) and 4(B), to extend the authority granted to directors pursuant to ordinary resolution numbered 4(A) to issue shares by adding number of issued shares of the Company which may be allotted by the directors of the Company pursuant to such general mandate of an amount representing the number of shares repurchased under ordinary resolution numbered 4(B).		
<b>Special Resolution (see Note 3)</b>			
5.	The proposed amendments to the Memorandum and Articles of the Company be approved and adopted and the Directors be and are hereby authorised to do all such acts and things and execute all such documents and make all such arrangements as they shall, in their absolute discretion, deem necessary or expedient in connection with the implementation of or giving effect to the aforesaid adoption of the proposed amendments.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2022

Signature(s) \_\_\_\_\_ (see Note 5)

**Notes:**

- 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 Company registered in your name(s).
- A shareholder may appoint more than one proxy of his/her/its own choice. If such an appointment is made, strike out the words "the chairman of the meeting", and insert the name(s) of the person(s) appointed as proxy in space provided. Any alteration made to this form of proxy must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "For". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "Against".** Failure to tick a box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- If the appointor is a corporation, this form must be executed under common seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders be present at the meeting, 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 holders, and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register of shareholders in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy must be completed, signed and deposited at the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof), not less than 48 hours before the time for holding the meeting. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.
- A proxy need not be a shareholder of the Company.