UBTECH ROBOTICS CORP LTD
深圳市優必選科技股份有限公司

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

(Stock Code: 9880)

PROXY FORM FOR THE 2024 SECOND EXTRAORDINARY GENERAL MEETING TO BE HELD ON TUESDAY, MARCH 26, 2024

Number of shares to which this form of proxy relates *(Note 1)*	Domestic Shares
	H Shares

I/We *(Note 2)* _____ (name)

of _____ (address)

being the registered holder(s) of _____ domestic shares/H shares *(Note 3)*

in the issued share capital of UBTECH ROBOTICS CORP LTD (the "**Company**") hereby appoint the Chairman of the meeting *(Note 4)*

or _____ (name)

of _____ (address)

to act as my/our proxy *(Note 5)* to attend and vote for me/us and on my/our behalf at the 2024 second extraordinary general meeting of the Company (or any adjournment thereof) to be convened and held at JIMU Conference Room, 25/F, Building C1, Nanshan Smart Park, No. 1001 Xueyuan Avenue, Nanshan District, Shenzhen, PRC at 10:30 a.m. on Tuesday, March 26, 2024 (the "**EGM**") and to vote at such meeting (or at any adjournment thereof) in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy(ies) think fit. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated March 11, 2024.

ORDINARY RESOLUTION *(Note 5)*		**FOR** *(Note 6)*	**AGAINST** *(Note 6)*	**ABSTAIN** *(Note 6)*
1.	To consider and approve the resolution on amendment of UBTECH ROBOTICS CORP LTD 2022 equity incentive scheme.			
SPECIAL RESOLUTION *(Note 5)*		**FOR** *(Note 6)*	**AGAINST** *(Note 6)*	**ABSTAIN** *(Note 6)*
2.	To consider and approve the resolution on providing guarantee for indirect wholly-owned subsidiary.			

Date: _____ 2024 Signature *(Note 6)*: _____

Notes:

1. Please delete as appropriate and insert the number of shares of the Company registered in your name(s) to which this form of proxy relates. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s). If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified.
2. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered Shareholders should be stated.
3. Please insert the number of shares registered in your name(s) and delete as appropriate.
4. If any proxy other than the chairman of the EGM is preferred, please strike out the words "the chairman of the meeting" and insert the name and address of the proxy desired in the space provided. Any Shareholder entitled to attend and vote at the EGM is entitled to appoint a proxy or more than one proxy to attend the meeting and vote on his/her behalf. A proxy need not be a Shareholder. Every Shareholder present in person or by proxy shall be entitled to one vote for each Share held by him/her.
5. Details of the resolutions are set out in the circular of the Company dated March 11, 2024. An ordinary resolution shall be passed by more than half of the votes represented by the Shareholders (including proxies) with voting rights attending the EGM. A special resolution shall be passed by more than two-thirds of the votes held by the Shareholders (including proxies) with voting rights attending the EGM.
6. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PUT A TICK ("✓") IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PUT A TICK ("✓") IN THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE PUT A TICK ("✓") IN THE BOX MARKED "ABSTAIN". Any shares voted as "abstain" will be counted in the calculation of the required majority. If no direction is given, your proxy may vote or abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.**
7. This form of proxy must be signed by you or your attorney duly authorised in writing, or in the case of a corporation, must be either under its common seal or under the hand of a director or attorney duly authorised to sign the same. Any alteration made to this form of proxy must be initialled by the person who signs it.
8. Any abstention vote or waiver of voting shall be deemed as "abstain". Blank, wrong, illegible or uncast votes shall be deemed as the voters' waiver of their voting rights, and the voting results representing the shares held by such voters shall be counted as "abstain". The abstention vote shall be regarded as valid votes when the Company counts the votes in respect of the relevant matter.
9. In 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 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.
10. To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be delivered to the H share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders), or the registered office of the Company at Room 2201, Building C1, Nanshan Smart Park, No. 1001 Xueyuan Avenue, Changyuan Community, Taoyuan Street, Nanshan District, Shenzhen, PRC (for Domestic Shareholders) not later than 24 hours before the scheduled time for holding of the EGM (i.e. not later than 10:30 a.m. on Monday, March 25, 2024).
11. Completion and return of the form of proxy will not preclude you from attending and voting at the EGM or any adjourned meeting thereof if you so wish. If you attend and vote at the EGM in person, the authority of your proxy will be deemed revoked.