

## 藥明合聯生物技術有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2268)

Number of shares to which this
rm of proxy relates (Note 1)

## FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON WEDNESDAY, JUNE 12, 2024

I/We (N	lote 2)		
of			
being tl	he registered holder(s) of (Note 2)		
	in the issued share capital of WuXi XDC Cayman Inc. 藥明合聯生物技術有限公司* (the "Con	mpany") hereby appo	int the Chairman of the
meeting	g or <sup>(Note 3)</sup>		
of			
Compa	our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the any for the year 2024 to be held at No.11 Xinhui Ring Road, Xinwu District, Wuxi City, Jian a.m. (and at any adjournment thereof).		
Please	put a tick ("✓") in the appropriate boxes to indicate how you wish your vote(s) to be cast (Note 4).		
	ORDINARY RESOLUTIONS	FOR	AGAINST
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and of the independent auditor of the Company for the year ended December 31, 2023.		
2.	(a) To re-elect Dr. Jincai Li as executive director.		
	(b) To re-elect Mr. Jerry Jingwei Zhang as executive director.		
	(c) To re-elect Mr. Xiaojie Xi as executive director.		
3.	To authorise the board of directors or any duly authorized board committee to fix the directors' remuneration for the year ending December 31, 2024.		
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditors and to authorize the board of directors or any duly authorized board committee to fix their remuneration.		
5.	(a) To approve and adopt the 2024 Share Scheme (as defined in the notice convening the AGM).		
	(b) To approve and adopt the Scheme Mandate Limit (as defined in the notice convening the AGM).		
	(c) To approve and adopt the Service Provider Sublimit (as defined in the notice convening the AGM).		
6.	To grant a general mandate to the directors to issue, allot and deal with the shares of the Company (excluding any treasury shares).		
7.	To grant a general mandate to the directors to repurchase the shares of the Company (excluding any treasury shares).		
8.	to extend the general mandate granted to the directors to issue the shares of the Company by adding thereto the shares to be repurchased by the Company.		
Dated th	is day of 2024 Signature(	(s) (Note 5)	

## Notes.

- 1. Please insert the number of shares to which this form of proxy relates. 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 to be inserted in **BLOCK CAPITALS**.
- 3. If any proxy other than the Chairman of the meeting 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 of the Company entitled to attend and vote at the AGM is entitled to appoint another person (who must be an individual) as his/her proxy to attend and vote instead of him/her. A proxy need not be a shareholder of the Company. On a show of hands every shareholder who is present in person shall have one vote. In the case of a poll, every shareholder present in person or by proxy shall be entitled to one vote for each share registered in his/her name in the register of members.
- 4. 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 no direction is given, your proxy will vote or abstain at his/her discretion.
- 5. This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer, attorney or other person so authorized. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.
- 6. In case of joint holders, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint shareholder(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 in respect of the joint shareholding.
- 7. In order 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 of such power or authority, must be deposited at the Company's Hong Kong Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the AGM (i.e. no later than 10:00 a.m. on Monday, June 10, 2024, Hong Kong time) or any adjournment thereof.
- 8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM if you so wish and in such event, this form of proxy shall be deemed to be revoked.
- \* For identification purpose only