



# Shanghai Haohai Biological Technology Co., Ltd.\*

上海昊海生物科技股份有限公司

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

(Stock Code: 6826)

## FORM OF PROXY FOR THE 2015 FIRST DOMESTIC SHAREHOLDERS' CLASS MEETING TO BE HELD ON TUESDAY, JUNE 30, 2015

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

of address: \_\_\_\_\_

and telephone number: \_\_\_\_\_

being the registered holder(s) of \_\_\_\_\_<sup>(Note 2)</sup> domestic shares of RMB1.00 each in the share capital of Shanghai Haohai Biological Technology Co., Ltd. \* (上海昊海生物科技股份有限公司) (the "Company") hereby

appoint **the chairman of the meeting** or \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy<sup>(Note 3)</sup> to attend and vote for me/us and on my/our behalf as directed below at the 2015 first domestic shareholders' class meeting (the "Meeting") of the Company to be held at 9:30 a.m., Tuesday, June 30, 2015 at Jiaqing Hall, Rainbow Hotel, 2000 Yan'an West Road, Shanghai, PRC (and at any adjournment thereof).

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll <sup>(Note 4)</sup>.

	Special Resolution	For	Against	Abstain
1.	To consider and, if thought fit, grant of the general mandate to repurchase H shares. (The full text of the resolution is set out in the Notice of 2015 First Domestic Shareholders' Class Meeting.)			

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2015 Signature(s)<sup>(Note 5)</sup>: \_\_\_\_\_

### Notes:

1. Please insert full name(s) and address(es) of shareholder(s) as shown in the register of members in **BLOCK CAPITALS**.
2. Please insert the number of domestic shares registered in your name(s) to which this form of proxy relates. If these are not completed, this form of proxy will be deemed to relate to all domestic shares registered in your name(s).
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. A shareholder entitled to attend and vote at the Meeting is entitled to appoint one or more proxies (if he holds more than one share) to attend and vote in his stead, provided that if more than one proxy is so appointed, the appointment shall specify the number of domestic shares in respect of which each such proxy is so appointed. A proxy need not be a shareholder of the Company. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **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". IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE TICK ("√") THE BOX MARKED "ABSTAIN".** If no direction is given, your proxy will be entitled to vote or abstain at his discretion. Unless you have indicated otherwise in this form of proxy, your proxy will also be entitled to vote at his discretion or abstain from voting on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney duly authorised in writing. In case of a legal person, the same must be either under its common seal or under the hand of its director or its attorney duly authorised in writing. If this form of proxy is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other document of authorisation, must be notarised.
6. Where there are joint holders of any shares of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such shares of the Company as if he was 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, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
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 notarised copy thereof, must be deposited at the head office of the Company at 4/F, Block 2, Alley 139, Anshun Road, Changning District, Shanghai, PRC not less than 24 hours before the time fixed for holding the Meeting or any adjournment thereof.
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.
9. A shareholder or his proxy should present proof of identity when attending the Meeting.

\* for identification purpose only