

# CanSino Biologics Inc. 康希諾生物股份公司

(A joint stock company incorporated in the People's Republic of China with limited liability)  
(Stock code: 6185)

## Revised Form of Proxy for use at the 2019 First Extraordinary General Meeting to be held on Friday, November 29, 2019

I/We<sup>(Note 1)</sup> \_\_\_\_\_ (name)  
of \_\_\_\_\_ (address)  
being the registered holder(s) of \_\_\_\_\_ domestic shares/ \_\_\_\_\_ unlisted foreign  
shares/ \_\_\_\_\_ H shares<sup>(Note 2)</sup> of CanSino Biologics Inc. (the "Company") HEREBY APPOINT<sup>(Note 3)</sup> THE CHAIRMAN OF THE MEETING  
or \_\_\_\_\_ (name)  
of \_\_\_\_\_ (address),  
as my/our proxy(ies) to attend the 2019 First Extraordinary General Meeting (and at any adjournment thereof) of the Company to be held on Friday, November 29, 2019 at 9:00 a.m. at  
Conference Room, Level 11, CITIC Securities Tower, No. 48 Liangmaqiao Road, Chaoyang District, Beijing, China for the purposes of considering and, if thought fit, passing the resolutions  
set out in the notice convening the said meeting and at such meeting (and at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the resolutions as indicated below:

SPECIAL RESOLUTIONS		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>	ABSTAIN <sup>(Note 4)</sup>
1.	To consider and approve the fulfillment by the Company of the requirements for initial public offering of A Shares and listing on the SSE STAR Market.			
2.	To consider and approve the proposed Issue of A Shares as follows: (i) Class of new Shares to be issued; (ii) Nominal value of new Shares to be issued; (iii) Issue size; (iv) Method and schedule of issuance; (v) Target subscribers; (vi) Pricing methodology; (vii) Issuance expenses; (viii) Method of underwriting; (ix) Subscription by the Company's senior management and core employees; (x) Place of listing; (xi) Validity period of the resolutions.	(each and every items as a separate resolution)		
3.	To consider and approve the investment projects to be funded by the proceeds raised from the Issue of A Shares and feasibility analysis.			
4.	To consider and approve the authorization to the Board of Directors to fully handle matters in connection with the proposed Issue of A Shares and the listing on the SSE STAR Market.			
5.	To consider and approve the proposal for accumulated profit distribution and the plan for undertaking unrecovered losses prior to the Issue of A Shares.			
6.	To consider and approve the Company's three-year dividend distribution plan for Shareholders after Issue of A Shares and listing on the SSE STAR Market.			
7.	To consider and approve the Company's share price stabilization plan and restraining measures within three years after the Issue of A Shares and listing on the SSE STAR Market.			
8.	To consider and approve the undertakings and restraining measures relating to the Issue of A Shares and listing on the SSE STAR Market, and to authorize the Board to make appropriate undertakings for the purpose of the Issue of A Shares in accordance with the laws, regulations and regulatory documents of the PRC, the relevant regulations and policies of the securities regulatory departments, and combining the review for listing on the SSE STAR Market in practice and the actual situation of the Company.			
9.	To consider and approve the impact of dilution on immediate return by the Issue of A Shares and adoption of recovery measures.			
10.	To consider and approve the proposed amendments to the Articles in respect of the Issue of A share.			
11.	To consider and approve the proposed amendments to the Articles concerning the notice period of the general meeting, shareholders' proposal right and convening procedures, and authorize the Board to amend relevant internal policies accordingly.			
ORDINARY RESOLUTIONS		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>	ABSTAIN <sup>(Note 4)</sup>
12.	To consider and approve the proposed amendments to the Company's internal management policies, namely, the "Rules of Procedures for the Meeting of Shareholders", the "Rules of Procedures for the Board of Directors", the "Rules of Procedures for the Board of Supervisors", "Management Policies for Raised Funds", "Management Policies for Related Transactions", the "Administrative Policies for External Guarantees", the "Administrative Policies for External Investment", the "Terms of Reference for the Independent Non-Executive Directors".			
13.	To consider and approve the engagement of professional intermediaries, including the sponsor/lead underwriter, legal adviser and auditor for the Proposed Issue of A Shares and listing, and to authorize the Board of Directors to determine the relevant remuneration of the aforementioned intermediaries, including but not limited to CITIC Securities Co., Ltd., China International Capital Corporation Limited, Tian Yuan Law Firm and PricewaterhouseCoopers Zhong Tian LLP.			
14.	To consider and approve the uncovered deficit of the Company amounting to one-third of the total share capital.			
15.	To consider and approve the report on the use of proceeds raised in previous offering by the Company.			
16.	To consider and approve the proposed appointment of Mr. Shuifa GUI as independent non-executive director of the Company.			
17.	To consider and approve the proposed appointment of Mr. Jianzhong LIU as independent non-executive director of the Company.			
18.	To consider and approve the proposed appointment of Ms. Jiangfeng LI as supervisor of the Company.			

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2019

Signature<sup>(Note 5)</sup>: \_\_\_\_\_

### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of the Company registered in your name(s). 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 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 meeting is entitled to appoint one or more (if he/she/it holds more than one share) proxies to attend and vote instead of him/her/it. If more than one proxy is appointed, the appointment shall specify the number of shares in respect of which each such proxy (or proxies) is so appointed. A proxy need not be a shareholder of the Company. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST". FAILURE TO TICK A BOX WILL ENTITLE YOUR PROXY (OR PROXIES) TO CAST YOUR VOTE AT HIS/HER DISCRETION. YOUR PROXY (OR PROXIES) 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.**
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney or other person duly authorized.
- Every shareholder of the Company present in person or by proxy or, being a corporation, is present by its duly authorized representative, shall have one vote for every fully paid share of which he/she/it is the holder.
- In the 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.
- To be valid, this form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be delivered to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time fixed for holding the extraordinary general meeting (i.e. not later than 9:00 a.m. on Thursday, November 28, 2019) or any adjournment thereof.
- The proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.
- Reference to dates and time in this form of proxy are to Hong Kong dates and time.

### PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the extraordinary general meeting of the Company (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such persons who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Personal Data Privacy Officer, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.