



# ESSEX BIO-TECHNOLOGY LIMITED

## 億勝生物科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1061)

### FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 8 MAY 2015 (or any adjournment thereof)

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ shares (the "Shares") of HK\$0.10 each in the share capital of Essex Bio-Technology Limited (the "Company"), hereby appoint<sup>3</sup> \_\_\_\_\_ of \_\_\_\_\_ or failing him/her, the Chairman of the Meeting, as my/our proxy to attend and act for me/us and on my/our behalf at the annual general meeting (the "Meeting") of the Company to be held at Kennedy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Admiralty, Hong Kong on Friday, 8 May 2015 at 2:00 p.m. (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting (the "AGM Notice") and at the Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, and, if no such indications is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the Meeting in such manner as he thinks fit<sup>4</sup>.

ORDINARY RESOLUTIONS		For <sup>4</sup>	Against <sup>4</sup>
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2014.		
2.	(a) To re-elect Mr. Fang Haizhou as director.		
	(b) To re-elect Mr. Zhong Sheng as director.		
	(c) To authorise the board of directors to fix the remuneration of the directors.		
3.	To re-appoint BDO Limited as the auditors of the Company and to authorise the board of directors to fix their remuneration.		
4.	To consider and declare a final dividend of HK\$0.022 per share for the year ended 31 December 2014.		
5.	To grant a general and unconditional mandate to the directors to allot, issue or otherwise deal with shares of the Company and to make or grant offers, agreements, options and other rights which might require shares of the Company to be allotted or issued as set out in resolution numbered 5 of the AGM Notice. <sup>5</sup>		
6.	To grant a general and unconditional mandate to the directors to exercise all the powers of the Company to repurchase shares of the Company as set out in resolution numbered 6 of the AGM Notice. <sup>5</sup>		
7.	To add the nominal amount of the shares repurchased by the Company under resolution numbered 6 to the mandate granted to the directors under resolution number 5, as set out in resolution numbered 7 of the AGM Notice. <sup>5</sup>		

Signature<sup>6</sup> \_\_\_\_\_

Date \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) must be inserted in BLOCK CAPITALS. The names of all joint registered holders should be stated.
- Please insert the number of shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares registered in your name(s).
- Please insert the full name and address of the proxy in BLOCK CAPITALS. IF NOT COMPLETED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.
- IMPORTANT: If you wish to vote for a resolution, tick in the box marked "For". If you wish to vote against a resolution, tick in the box marked "Against". If no direction is given, your proxy may vote or abstain as he/she thinks fit. 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 AGM Notice.
- The description of the resolution is by way of summary only. The full text of the resolution appears in the AGM Notice.
- 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 an officer, attorney or other person duly authorised to sign the same.
- In order to be valid, this form of proxy together with the notarially certified power of attorney (if any) or other authority (if any) under which it is signed, must be lodged with the branch share registrar of the Company in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding of the Meeting or the adjourned Meeting.
- In the case of joint registered holders of any share, any one of such persons may vote at the Meeting (or at any adjournment thereof), either in person or by proxy, in respect of such share as if he/she was solely entitled thereto; but if more than one of such joint registered holders are present at the Meeting (or at any adjournment thereof), 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 registered 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.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and return of this form will not preclude you from attending and voting in person at the Meeting (or at any adjournment thereof) if you so wish. If you attend and vote in person at the Meeting, the authority of your proxy will be revoked.
- ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.