



INNOVATIVE PHARMACEUTICAL BIOTECH LIMITED

領航醫藥及生物科技有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 399)

FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING TO BE HELD ON 24 MAY 2024 (OR ANY ADJOURNMENT THEREOF)

I/We ^(Note 1) _____
of _____

being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.01 each in the share capital of Innovative Pharmaceutical Biotech Limited (the “Company”) **HEREBY APPOINT** ^(Note 3) _____ or failing him, the chairman of the special general meeting (the “Meeting”) of the Company as my/our proxy at the Meeting to be held at 3 p.m. on Friday, 24 May 2024 at The Function Room 1-2, 2/F The Harbourview, 4 Harbour Road, Wanchai, Hong Kong (and at any adjournment thereof) and to vote on my/our behalf in respect of the resolutions as indicated below ^(Note 4). Unless otherwise specified, capitalised terms used herein shall have the same meanings as defined in the circular of the Company dated 9 May 2024.

	ORDINARY RESOLUTIONS *	FOR	AGAINST
1.	To approve, among others, (a) the New CB Subscription Agreement and all the transactions contemplated thereunder; (b) the allotment and issue of the New CB Conversion Shares upon exercise of the conversion rights attached to the New Convertible Bonds; and (c) the authorisation of any Director to do all such things and acts and execute all such documents, with full details as indicated in the notice of the Meeting.		
2.	To approve, among others, (a) the Existing CB Deed of Amendment and all the transactions contemplated thereunder; (b) the Existing CB Deed of Waiver and all the transactions contemplated thereunder; (c) allotment and issue of the Relevant Existing CB Conversion Shares upon exercise of the conversion rights attached to the Relevant Existing Convertible Bonds; and (d) the authorisation of any Director to do all such things and acts and execute all such documents, with full details as indicated in the notice of the Meeting.		

Date the _____ day of _____ 2024 Signature: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK LETTERS**.
2. Please insert the number of Shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares in the share capital of the Company registered in your name(s).
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK “✓” THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK “✓” THE APPROPRIATE BOX MARKED “AGAINST”.** Failure to complete any of the boxes will entitle your proxy to vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred in the notice convening the Meeting.
5. The full text of the resolution referred to above is set out in the notice of the Meeting dated 9 May 2024.
6. 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 or attorney duly authorised.
7. 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 the 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.
8. 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 deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible and in any event no later than Wednesday, 22 May 2024 at 3:00 p.m. (Hong Kong time).
9. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
10. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting (or any adjournment thereof) if you so wish and in such event, this form of proxy shall be deemed to have been revoked.

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 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 parties 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 Company/Tricor Tengis Limited at the above address.