



# ASCENTAGE PHARMA GROUP INTERNATIONAL

## 亞盛醫藥集團

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6855)

Number of shares to which this form of proxy relates <sup>(Note 1)</sup>	
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### FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON SEPTEMBER 20, 2021

I/We \_\_\_\_\_ of \_\_\_\_\_ being the registered holder(s) of shares in the issued share capital of Ascentage Pharma Group International (the “Company”) hereby appoint the Chairman of the extraordinary general meeting or <sup>(Note 3)</sup> \_\_\_\_\_ of \_\_\_\_\_

as my/our proxy to attend, act and vote for me/us and on my/our behalf in respect of the resolutions set out in the notice of the extraordinary general meeting dated August 31, 2021 (the “Notice”) (with or without amendment) as directed below, or if no indication is given, as my/our proxy thinks fit, at the extraordinary general meeting of the Company to be held at Huan Xiu Ting, 3rd Floor, Four Points by Sheraton Suzhou, No. 8 Moon Bay Road, Suzhou Industrial Park, Suzhou, Jiangsu, China on September 20, 2021 at 10:00 a.m. (and at any adjournment thereof) (the “EGM”). Unless otherwise defined, capitalized terms used in this form of proxy shall have the same meanings as those defined in the circular of the Company dated August 31, 2021.

Please tick (“✓”) the appropriate boxes to indicate how you wish your vote(s) to be cast <sup>(Note 4)</sup>.

ORDINARY RESOLUTIONS *		FOR	AGAINST
1.	To consider and approve the proposed grant of RSUs to the Connected Selected Persons.		
2.	To grant a specific mandate to the directors of the Company to exercise the powers of the Company to allot and issue the underlying Shares of the RSUs proposed to be granted to the Connected Selected Persons, being 92,690 Shares in aggregate.		
3(a).	To authorize the directors of the Company to create and issue the Warrants to Innovent.		
3(b).	To grant a specific mandate to the directors of the Company to exercise the powers of the Company to allot and issue the Warrant Shares including the adjustment thereof, upon exercise of the subscription rights attached to the Warrants.		
3(c).	Any one or more of the directors of the Company be and are hereby authorized to do all such acts and things, to sign and execute such documents or agreements or deed on behalf of the Company and to do such other things and to take all such actions as he/she considers or they consider necessary, appropriate, desirable or expedient for the purposes of giving effect to or in connection with the Warrant Subscription Deed and all the transactions in relation to the creation and issue of the Warrants and the allotment and issue of the Warrant Shares and to agree to such variation, amendments or waiver or matters relating thereto (excluding any variation, amendments or waiver of such documents or any terms thereof, which are fundamentally and materially different from those as provided for in the Warrant Subscription Deed and which shall be subject to approval of the shareholders of the Company) as are, in the opinion of any one or more of the directors of the Company, in the interest of the Company and its shareholders as a whole.		

Date: \_\_\_\_\_ 2021 Signature(s) <sup>(Note 5)</sup> \_\_\_\_\_

**Notes:**

- 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.
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- If any proxy other than the Chairman of the extraordinary general meeting is preferred, please strike out the words “the Chairman of the extraordinary general meeting or” 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 EGM is entitled to appoint another person as proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
- 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 or attorney so authorized. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- In 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.
- 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 thereof, must be deposited at the Company’s Hong Kong Branch Share Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, or via the designated URL (<https://spot-emeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company not less than 48 hours before the time appointed for the EGM (i.e. not later than 10:00 a.m. on September 18, 2021).
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the EGM if you so wish.

\* The full text of the resolutions is set out in the Notice.

#### 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 EGM 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 Tricor Investor Services Limited at the above address.