

**JHL BIOTECH, INC.**  
**喜康(開曼)控股股份有限公司**  
**(the "Company") (下稱「本公司／貴公司」)**

**SHAREHOLDER PROXY 股東委託書**

We/I, \_\_\_\_\_ [Shareholder Name]  
of \_\_\_\_\_ [Shareholder Address] and  
\_\_\_\_\_ [Shareholder Account Number], hereby appoint the Chairman of the  
Extraordinary General Meeting of the Company to be held on **Friday, June 22, 2018, at 1F, No. 18, Sec. 2,  
Shengyi Rd., Zhubei City, Hsinchu County (112 Conference Room) at 10:00 A.M. Taiwan Time** or any  
adjournment thereof (the "**Meeting**") or if he/she is unwilling to act, any director of the Company attending  
the meeting to be its proxy and to vote for it/me and on its/my behalf to do all acts and things which it could  
have done at that meeting of the Company, in such manner as its proxy and if expedient to demand a poll.  
委託人 \_\_\_\_\_ [股東名稱]，地址為 \_\_\_\_\_ [股東地址]，  
\_\_\_\_\_ [股東戶號]，茲委託訂於**臺灣時間 2018 年 6 月 22 日上午 10 時**假新竹縣竹北市生醫路  
**二段 18 號 1 樓 (112 會議室)** 召開之貴公司股東臨時會或其延會（下稱「**本會議**」）之主席（或如該主席  
不願擔任代理人，則委託出席股東會之任一董事）擔任委託人之代理人，並以委託人之代理人身分，為委  
託人於本會議進行表決（如須投票表決時），且代表委託人為於貴公司股東會可能進行之所有行為及事項。

This form is to be used in respect of the resolutions mentioned below as follows. Please put a "V" in the  
"For" or "Against" boxes below to indicate the voting instructions:

本委託書係用於下列決議事項。請於以下「贊成」或「反對」空格內填入「V」，以指示表決贊成或反對該  
決議：

Resolution Number 決議編號	For 贊成	Against 反對
1. Adoption of Amended and Restated Memorandum and Articles of Association 1 通過修訂及重述組織大綱及章程		
2. Appointment of Andrew Ng as a director of the Company 2 通過委任 Andrew Ng 擔任本公司之董事		

Signed proxies, which fail to indicate the shareholder's voting instructions on the specified resolutions, will  
be voted in favour of the Director's recommendations.

如本委託書經簽署，但未指示股東欲表決贊成或反對特定決議時，則將依董事之建議進行表決。

Signed 簽名: \_\_\_\_\_

Dated 日期: \_\_\_\_\_

**NOTES 說明**

1. A member entitled to attend and vote at the Meeting may appoint a proxy to attend and, on a poll, vote in place of the member. A proxy need not be a member of the Company. A member may chose a proxy of a member's own choice by inserting the proxy's name on this proxy form in the space provided above.
1. 有權出席本會議並於會中表決之股東，得委託代理人出席本會議並代表其於須投票時進行表決。代理人毋須為本公司之股東。股東得自行選擇代理人，並將其姓名填入本委託書相應之空格內。

2. If the appointer is a corporation, this form must be executed under its common seal or the hand of a duly authorised officer.
2. 如委託人係公司，本委託書須加蓋公司章，或經合法授權之經理人簽署。
3. If the proxy form is returned without an indication as to how the proxy is to vote on a particular matter, the proxy will exercise the proxy's discretion as to whether, and how the proxy will vote or will vote in favour of the Director's recommendations.
3. 如本委託書未指示代理人對特定事項應如何表決，該代理人將依其自身裁量而決定是否表決、應如何表決、或依董事之建議表決。
4. In the case of joint holders, any holder may sign this form.
4. 如為共同股東，任一股東均得簽署本委託書。

To be effective, the proxy form and any authority under which it is executed (or a notarially certified copy of such authority) must be deposited at the registered office of the Company not less than 5 days before the time for holding the Meeting. Completion and return of the proxy form will not prevent shareholders entitled to vote from attending and voting in person at the Meeting.

為使本委託書生效，本委託書及任何所簽署之授權文件（或該等授權文件之經公證正式副本）須於召開本會議至少 5 日前，寄存於本公司之登記辦公室。完成並擲回本委託書後，有表決權之股東仍得出席本會議並於會中表決。