

PROXY FORM

DUOPHARMA BIOTECH BERHAD [Registration No. 200001021664 (524271-W)]
(Incorporated in Malaysia)

I/We _____ NRIC No./Passport No./Company No. _____

of _____

being *a shareholder/shareholders of DUOPHARMA BIOTECH BERHAD ("the Company") hereby appoint:

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
Address		No. of shares	%

*and/or *delete if not applicable

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
Address		No. of shares	%

Or failing him/her, the Chairman of the Meeting *my/our proxy to vote for *me/our behalf at the Nineteenth (19th) Annual General Meeting ("AGM") of the Company to be held at Tricor Business Centre, Manuka 2 & 3, Unit 29.01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia (the "Broadcast Venue") on Wednesday, 17 June 2020 at 10.00 a.m. and at any adjournment thereof.

My/Our Proxy is to vote as indicated below:

NO.	ORDINARY BUSINESS	RESOLUTION NO.	FOR	AGAINST
1.	To approve a Final Single Tier Dividend of 5 sen per ordinary share for the financial year ended 31 December 2019.	Ordinary Resolution 1		
2.	To re-elect Tan Sri Datin Paduka Siti Sa'diah binti Sh Bakir who retires in accordance with Article 100 of the Company's Constitution.	Ordinary Resolution 2		
3.	To re-elect Encik Leonard Ariff bin Abdul Shatar who retires in accordance with Article 100 of the Company's Constitution.	Ordinary Resolution 3		
4.	To re-elect Puan Zaiton binti Jamaluddin who retires in accordance with Article 100 of the Company's Constitution.	Ordinary Resolution 4		

NO.	ORDINARY BUSINESS	RESOLUTION NO.	FOR	AGAINST
5.	To re-elect Dato' Dr. Zaki Morad bin Mohamad Zaher who retires in accordance with Article 106 of the Company's Constitution.	Ordinary Resolution 5		
6.	To approve the payment of total Directors' Fees amounting to RM878,000 for the period commencing 18 June 2020 until the conclusion of the next AGM of the Company, and further, to authorise the Directors to divide the remuneration among them in such proportions and manner as the Directors may determine.	Ordinary Resolution 6		
7.	To approve the proposed proposed payment of total Directors' Remuneration (excluding Directors' Fees) up to an amount of RM646,000 for the period from 18 June 2020 until the conclusion of the next AGM of the Company.	Ordinary Resolution 7		
8.	To re-appoint Messrs. KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	Ordinary Resolution 8		

NO.	SPECIAL BUSINESS	RESOLUTION NO.	FOR	AGAINST
9.	To approve the Issuance of New Duopharma Biotech Shares Pursuant to the Dividend Reinvestment Plan That Provides the Shareholders of the Company with the Option to Elect to Reinvest their Dividend in New Duopharma Biotech Shares	Ordinary Resolution 9		
10.	To approve the Proposed Amendment of the Constitution of the Company	Special Resolution 1		

(Please indicate with an "X" how you wish to cast your vote)

Signed this _____ day of _____ 2020.

CDS Account No.	
No. of ordinary shares	

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Signature/Seal

NOTES:

1. As part of the initiatives to curb the spread of Coronavirus Disease 2019 (“COVID-19”), the 19th AGM will be conducted as a full virtual meeting with online remote voting via Remote Participation and Voting facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) via its **TIIH Online** website at <https://tiih.online>. **Please follow the procedures provided in the Administrative Guide for the 19th AGM in order to register, participate and vote remotely via the RPV.**
2. The Broadcast Venue of the 19th AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be at the main venue. No member or proxy from the public will be physically present at the Broadcast Venue on the day of the meeting.
3. All Resolutions in the Notice of AGM are to be conducted by poll voting as per Paragraph 8.29A(1) of the Main Market Listing Requirements issued by Bursa Malaysia Securities Berhad. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling/e-polling process and verify the results of the poll respectively
4. A member who is entitled to attend, speak (including posing questions to the Company via real time submission of typed text) and vote (collectively, “participate”) remotely at the Meeting is entitled to appoint not more than two (2) proxies to attend and vote instead of him/ her, A proxy may but need not be a member of the Company. In the case of a corporation, the corporation may appoint a duly authorised representative to participate in the Meeting on behalf of that corporation.
5. Where a member of the Company appoints two (2) proxies, the appointments shall be invalid unless the member specifies the proportion of his shareholdings to be represented by each proxy.
6. Where a member of the company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“omnibus account”), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
7. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 (“SICDA”) which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
8. A member who has appointed a proxy or authorised representative (as the case may be) to participate at this 19th AGM of the Company via RPV must instruct his/her proxy or authorised representative (as the case may be) to register himself/herself for RPV at **TIIH Online** website at <https://tiih.online>. The proxy or authorised representative (as the case may be) must register at TIIH Online website in order to participate in the Meeting via RPV. **Please follow the Procedures for RPV in the Administrative Guide issued by the Company for the 19th AGM of the Company.**

9. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal, or under the hand of two (2) authorized officers, one of whom shall be a director or of its attorney duly authorised in writing.
10. The instrument appointing a proxy(ies) may be made in a hardcopy form or by electronic means as follows:-
- (i) In Hardcopy Form
The Form of Proxy or the Power of Attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur
- (ii) By Tricor Online System ("TIIH Online")
The Form of Proxy can be electronically lodged with the Company's Share Registrar via TIIH Online (applicable to individual shareholders only). Kindly refer to the Administrative Guide on the procedures for electronic lodgement of proxy from via TIIH Online.
- All proxy forms (whether submitted in hardcopy form or by TIIH Online) must be received by the Company's Share Registrar not less than twenty-four (24) hours before the time appointed for taking of the poll as per Section 334(3) of the Companies Act, 2016.
11. Only depositors whose names appear in the Record of Depositors as at 9 June 2020 shall be regarded as members and entitled to attend and vote at the meeting.