



自然美

NATURAL BEAUTY

Natural Beauty Bio-Technology Limited
自然美生物科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00157)

Number of shares to which this form of proxy relates^(Note 1)

**FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING OF
NATURAL BEAUTY BIO-TECHNOLOGY LIMITED TO BE HELD AT 2:00 P.M.
ON MONDAY, 16 NOVEMBER 2020 (OR AT ANY ADJOURNMENT THEREOF)**

I/We^(Note 2) _____
of _____
being the registered holder(s) of shares in the issued share capital of Natural Beauty Bio-Technology Limited (the “Company”) hereby appoint the Chairman of the meeting^(Note 3) or _____
of _____
as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the extraordinary general meeting (the “EGM”) of the Company to be held at the Conference Room, 8/F, 368 Section 1 Fuxing South Road, Da’an District, Taipei, Taiwan on Monday, 16 November 2020 at 2:00 p.m. (and at any adjournment thereof).

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

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	<p>(a) To approve the ET New Media Supplemental Agreement and the ET New Media Supplemental Agreement (II) (each as defined in the circular of the Company dated 30 October 2020) (the “Circular”) and the transactions contemplated thereunder (including the adjusted annual caps, and the extension of the term of the Existing ET New Media Cooperation Agreement (as defined in the Circular) to 31 August 2023); and</p> <p>(b) to authorise any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, for and on behalf of the Company, to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the ET New Media Supplemental Agreement and the ET New Media Supplemental Agreement (II), and otherwise in connection with the implementation of the transactions, contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further agreements, deeds or other documents.</p>		
2.	<p>(a) To approve the Eastern Home Supplemental Agreement and the Eastern Home Supplemental Agreement (II) (each as defined in the Circular) and the transactions contemplated thereunder (including the adjusted annual caps, and the extension of the term of the Existing Eastern Home Consignment Agreement (as defined in the Circular) to 31 August 2023); and</p> <p>(b) to authorise any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, for and on behalf of the Company, to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the Eastern Home Supplemental Agreement and the Eastern Home Supplemental Agreement (II), and otherwise in connection with the implementation of the transactions, contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further agreements, deeds or other documents.</p>		

ORDINARY RESOLUTIONS		FOR	AGAINST
3.	<p>(a) To approve the Eastern Global Supplemental Agreement and the Eastern Global Supplemental Agreement (II) (each as defined in the Circular) and the transactions contemplated thereunder (including the adjusted annual caps, and the extension of the term of the Existing Eastern Global Procurement Agreement (as defined in the Circular) to 31 August 2023); and</p> <p>(b) to authorise any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, for and on behalf of the Company, to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the Eastern Global Supplemental Agreement and the Eastern Global Supplemental Agreement (II), and otherwise in connection with the implementation of the transactions, contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further agreements, deeds or other documents.</p>		
4.	<p>(a) To approve the ET New Retail Procurement Agreement and the ET New Retail Procurement Supplemental Agreement (each as defined in the Circular) and the transactions contemplated thereunder (including the adjusted annual caps) for the term from effective date to 31 August 2023; and</p> <p>(b) to authorise any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, for and on behalf of the Company, to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the ET New Retail Procurement Agreement and the ET New Retail Procurement Supplemental Agreement, and otherwise in connection with the implementation of the transactions, contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further agreements, deeds or other documents.</p>		
5.	<p>(a) To approve the Focus Media Cooperation and Procurement Agreement and the Focus Media Cooperation and Procurement Supplemental Agreement (each as defined in the Circular) and the transactions contemplated thereunder (including the adjusted annual caps) for the term from effective date to 31 August 2023; and</p> <p>(b) to authorise any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, for and on behalf of the Company, to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the Focus Media Cooperation and Procurement Agreement and the Focus Media Cooperation and Procurement Supplemental Agreement, and otherwise in connection with the implementation of the transactions, contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further agreements, deeds or other documents.</p>		
6.	<p>(a) To approve the Eastern Global HK Procurement Agreement and Eastern Global HK Procurement Supplemental Agreement (each as defined in the Circular) and the transactions contemplated thereunder (including the adjusted annual caps) for the term from effective date to 31 August 2023; and</p> <p>(b) to authorise any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, for and on behalf of the Company to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the Eastern Global HK Procurement Agreement and Eastern Global HK Procurement Supplemental Agreement, and otherwise in connection with the implementation of the transactions, contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further agreements, deeds or other documents.</p>		
7.	<p>(a) To approve the Eastern Zhenyu Procurement Agreement and the Eastern Zhenyu Procurement Supplemental Agreement (each as defined in the Circular) and the transactions contemplated thereunder (including the adjusted annual caps) for the term from effective date to 31 August 2023; and</p> <p>(b) to authorise any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, for and on behalf of the Company, to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the Eastern Zhenyu Procurement Agreement and the Eastern Zhenyu Procurement Supplemental Agreement, and otherwise in connection with the implementation of the transactions, contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further agreements, deeds or other documents.</p>		

ORDINARY RESOLUTIONS		FOR	AGAINST
8.	<p>(a) To approve the Strawberry Procurement Agreement and the Strawberry Procurement Supplemental Agreement (each as defined in the Circular) and the transactions contemplated thereunder (including the adjusted annual caps) for the term from effective date to 31 August 2023; and</p> <p>(b) to authorise any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, for and on behalf of the Company, to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the Strawberry Procurement Agreement and the Strawberry Procurement Supplemental Agreement, and otherwise in connection with the implementation of the transactions, contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further agreements, deeds or other documents.</p>		
9.	<p>(a) To approve the Eastern Home Franchise Agreement and the Eastern Home Franchise Supplemental Agreement (each as defined in the Circular) and the transactions contemplated thereunder (including the adjusted annual caps) for the term from effective date to 31 August 2023; and</p> <p>(b) to authorise any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, for and on behalf of the Company, to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the Eastern Home Franchise Agreement and the Eastern Home Franchise Supplemental Agreement, and otherwise in connection with the implementation of the transactions, contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further agreements, deeds or other documents.</p>		
10.	<p>(a) To approve the Transfer of Spa Business Agreement dated 22 July 2020 (as defined in the Circular) and the transactions contemplated thereunder; and</p> <p>(b) to authorise any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, for and on behalf of the Company, to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the Transfer of Spa Business Agreement, and otherwise in connection with the implementation of the transactions, contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further agreements, deeds or other documents.</p>		

Note: For full text of the above resolutions, please refer to the notice of EGM dated 30 October 2020.

Date: _____ 2020 Signature^(Note 5) _____

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 meeting is preferred, please strike out the words "the Chairman of the meeting" 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 a proxy/more than one proxy to attend and on a poll, 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 branch share registrar in Hong Kong, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the EGM (i.e. not later than 2:00 p.m. on Saturday, 14 November 2020).
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the EGM if you so wish.

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 (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 authorised 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 either of the following means:

By mail to: Personal Data Privacy Officer
Hong Kong Registrars Limited
17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

By email to: hkinfo@computershare.com.hk