

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Shanghai Henlius Biotech, Inc.

上海復宏漢霖生物技術股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 2696)

**POLL RESULTS OF THE RESOLUTIONS PROPOSED AT
THE 2022 SECOND EXTRAORDINARY GENERAL MEETING
HELD ON TUESDAY, 27 DECEMBER 2022**

The board (the “**Board**”) of directors (the “**Directors**”) of Shanghai Henlius Biotech, Inc. (the “**Company**”) is pleased to announce the poll results of the 2022 second extraordinary general meeting (the “**EGM**”) held at Conference Room, 5th Floor, Innov Tower (Capitaland Building), Section A, 1801 Hongmei Road, Shanghai, PRC at 11:00 a.m. on Tuesday, 27 December 2022.

References are made to the notice of the EGM and the circular of the Company (the “**Circular**”) both dated 1 December 2022, as well as the supplemental notice of the EGM and the circular of the Company (the “**Supplemental Circular**”) both dated 13 December 2022 in relation to the EGM. Unless the context otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Supplemental Circular.

EGM

As at the date of the EGM, the total number of the issued shares of the Company (the “**Shares**”) was 543,494,853 Shares, comprising 364,189,618 domestic Shares, 15,876,694 unlisted foreign Shares and 163,428,541 H Shares, all of which entitled the holders (or authorised representatives) to attend and vote on the resolutions proposed at the EGM (the “**Resolutions**”). Shareholders or authorised representatives holding an aggregate of 87,042,476 Shares with voting rights, representing approximately 16.015327% of the total number of the Shares with voting rights of the Company were present at the EGM. All Directors attended the EGM.

As disclosed in the Circular and the Supplemental Circular, Fosun New Medicine, Fosun Pharmaceutical Industrial and Fosun Industrial were required to abstain from voting on Resolutions 1 and 2 at the EGM. As at the date of the EGM, Fosun New Medicine, Fosun Pharmaceutical Industrial and Fosun Industrial, which were interested in an aggregate of 322,333,687 Shares, representing approximately 59.307588% of the total issued shares of the Company, have abstained from voting on such Resolutions.

Save as disclosed above, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder was required to abstain from voting on any of the Resolutions under the Listing Rules. There was no Share entitling the holder to attend the EGM and abstain from voting in favour of any of the Resolutions under Rule 13.40 of the Listing Rules. No Shareholder has stated the intention in the Circular and the Supplemental Circular to vote against or to abstain from voting on any of the Resolutions.

Pursuant to the Listing Rules and the articles of association of the Company (the “**Articles of Association**”), Computershare Hong Kong Investor Services Limited, representatives from the Shareholders and a member of the board of supervisors of the Company acted as the scrutineers for vote-tabulation at the EGM.

The EGM was convened in compliance with the requirements of the Company Law of PRC and the Articles of Association. Mr. Wenjie Zhang, chairman of the Board of the Company, acted as the chairman of the EGM.

POLL RESULTS OF THE EGM

Resolutions proposed at the EGM were voted by way of poll, the results of which are as follows:

Ordinary Resolutions		Number of valid votes and percentage of total number of votes (%)		
		For	Against	Abstain
1.	To consider and, if thought fit, approve the renewal of the Distribution Framework Agreement dated 24 April 2020 entered into between the Company and Sinopharm Group Co. Ltd.* (國藥控股股份有限公司) (the “ Sinopharm Distribution Framework Agreement ”) and the transactions contemplated thereunder and the relevant annual caps as set out in the circular of the Company dated 1 December 2022; and to authorise any Director to exercise all powers which they consider necessary and do such other acts and things and execute such other documents which in their opinion may be necessary or desirable to implement the transactions contemplated under the Sinopharm Distribution Framework Agreement.	87,042,476 (100.000000%)	0 (0.000000%)	0 (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary Resolutions		Number of valid votes and percentage of total number of votes (%)		
		For	Against	Abstain
2.	To consider and, if thought fit, approve the license agreement dated 17 November 2022 entered into between the Company and Shanghai Fosun Pharmaceutical Industrial Development Company Limited* (上海復星醫藥產業發展有限公司) (the “License Agreement”) as set out in the Supplemental Circular of the Company dated 13 December 2022 (including the transactions contemplated thereunder); and to authorise any Director to exercise all powers which they consider necessary and do such other acts and things and execute such other documents which in their opinion may be necessary or desirable to implement the transactions contemplated under the License Agreement.	87,042,476 (100.000000%)	0 (0.000000%)	0 (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

On behalf of the Board
Shanghai Henlius Biotech, Inc.
Wenjie ZHANG
Chairman

Hong Kong, 27 December 2022

As at the date of this announcement, the board of directors of the Company comprises Mr. Wenjie Zhang as chairman and the executive director, Mr. Qiyu Chen, Mr. Yifang Wu, Ms. Xiaohui Guan, Mr. Deyong Wen and Mr. Zihou Yan as the non-executive directors, and Mr. Tak Young So, Dr. Lik Yuen Chan, Dr. Guoping Zhao and Dr. Ruilin Song as the independent non-executive directors.

* for identification purpose only