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**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)**

## **CHANGE OF JOINT COMPANY SECRETARY, PROCESS AGENT AND AUTHORISED REPRESENTATIVE**

### **RESIGNATION OF JOINT COMPANY SECRETARY, PROCESS AGENT AND AUTHORISED REPRESENTATIVE**

The board of directors (the “**Board**”) of Shanghai Henlius Biotech, Inc. (the “**Company**”) hereby announces that, Ms. Leung Ching Ching (“**Ms. Leung**”) of Tricor Services Limited, an external corporate services provider of the Company, has tendered her resignation as (i) the joint company secretary of the Company (“**Joint Company Secretary**”); (ii) the authorised person for the purpose of accepting service of process and notices on the Company’s behalf in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and under Rule 19A.13 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) (“**Process Agent**”); and (iii) the authorised representative of the Company under Rule 3.05 of the Listing Rules (“**Authorised Representative**”) with effect from 18 August 2022. Ms. Leung has confirmed that she has no disagreement with the Board and there is no matters relating to her resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

### **APPOINTMENT OF JOINT COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The Board further announces that Ms. Kam Mei Ha Wendy (“**Ms. Kam**”) has been appointed as (i) the Joint Company Secretary; and (ii) the Authorised Representative with effect from 18 August 2022. Ms. Kam will serve as the Joint Company Secretary to assist Ms. Wang Yan (“**Ms. Wang**”), another existing Joint Company Secretary and perform duties of the Authorised Representative with Mr. Wenjie Zhang. Furthermore, Ms. Kam will continue to serve as the Process Agent (formerly jointly served by Ms. Kam and Ms. Leung).

The Board is of the view that, as Ms. Kam is qualified under Rule 3.28 of the Listing Rules as a company secretary and possesses ample relevant experience, Ms. Kam will be able to advise both Ms. Wang and the Company on the relevant requirements of the Listing Rules as well as other applicable laws and regulations in her capacity as a Joint Company Secretary. Ms. Kam will assist Ms. Wang to discharge her duties and responsibilities as a Joint Company Secretary.

## **WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

Reference is made to the announcement of the Company dated 5 November 2021 in relation to, among other things, the appointment of Ms. Wang as the Joint Company Secretary, and the granting of a waiver (the “**Waiver**”) by the Stock Exchange to the Company from strict compliance with Rules 3.28 and 8.17 of the Listing Rules in respect of the eligibility of Ms. Wang to act as the Joint Company Secretary for a period from 5 November 2021 to 4 November 2024 (the “**Waiver Period**”), subject to the conditions that (i) Ms. Wang will be assisted by Ms. Leung throughout the Waiver Period; and (ii) the Waiver can be revoked if there are material breaches of the Listing Rules by the Company.

Given the conditions of the Waiver could no longer be fulfilled following the resignation of Ms. Leung, the Company has applied to the Stock Exchange and a new waiver (the “**New Waiver**”) has been granted by the Stock Exchange to the Company from strict compliance with Rules 3.28 and 8.17 of the Listing Rules in respect of the eligibility of Ms. Wang to act as a Joint Company Secretary for the remaining period of the Waiver Period (i.e. from the date of appointment of Ms. Kam as a Joint Company Secretary to 4 November 2024) (“**New Waiver Period**”), subject to the conditions that (i) Ms. Wang will be assisted by Ms. Kam during the New Waiver Period; and (ii) the New Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

The Company hereby announces the reasons, details and conditions of the New Waiver and the qualification and experience of both Ms. Wang and Ms. Kam and the Stock Exchange may withdraw or change the New Waiver if the Company’s situation changes. Before the end of the New Waiver Period, the Company must demonstrate and seek the Stock Exchange’s confirmation that Ms. Wang, having had the benefit of Ms. Kam’s assistance during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The biographical details Ms. Wang and Ms. Kam are set out below:

Ms. Wang, aged 35, joined the Company in July 2013 and has successively acted as Science & Technology Administrative Commissioner, Supervisor of the Marketing Department, Securities Affairs Representative and Manager of Public Affairs Department, director of the Office of Board Secretary and executive director of Public Relationship of the Company, and was appointed as the secretary to the Board and a Joint Company Secretary since November 2021. Ms. Wang obtained her Bachelor’s degree in Bio-pharmacy from Nanjing Forestry University in June 2010 and a Master’s degree in Biochemistry in July 2013 from the same university.

Ms. Kam is an executive director of Corporate Services Department of Tricor Services Limited, having over 25 years of experience in the corporate secretarial field and is a Chartered Secretary, a Chartered Governance Professional and a Fellow of both The Hong Kong Chartered Governance Institute (formerly “The Hong Kong Institute of Chartered Secretaries”) and The Chartered Governance Institute (formerly “The Institute of Chartered Secretaries and Administrators”) in the United Kingdom. She graduated from City Polytechnic of Hong Kong (now known as City University of Hong Kong) with a professional diploma in company secretaryship and administration in November 1990.

The Board would like to take this opportunity to express its gratitude to Ms. Leung for her valuable contribution to the Company during her tenure of service, and to welcome Ms. Kam on her new appointment.

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

Hong Kong, 18 August 2022

*As at the date of this announcement, the board of directors of the Company comprises Mr. Wenjie Zhang as the chairman and 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.*