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JW (Cayman) Therapeutics Co. Ltd

藥明巨諾（開曼）有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2126)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting of **JW (Cayman) Therapeutics Co. Ltd** (the “**Company**”) will be held by way of electronic means on January 17, 2023 at 9:00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications the following as ordinary resolutions of the Company. Unless otherwise defined, capitalized terms used in this notice shall have the same meaning as those defined in the circular of the Company dated December 30, 2022.

ORDINARY RESOLUTIONS

“That:

- (i) the License and Collaboration Agreement and its execution thereof and implementation of the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; and
- (ii) any Director or any other person authorised by the Directors be and is hereby authorised to sign, execute, perfect and deliver all such documents, instruments and agreements and do all such deeds, acts, matters and things as they consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the License and Collaboration Agreement and the transactions contemplated thereunder.”

By order of the Board
JW (Cayman) Therapeutics Co. Ltd
藥明巨諾(開曼)有限公司 *
Yiping James Li
Chairman

Hong Kong, December 30, 2022

Notes:

- (i) In light of the recent COVID-19 outbreak in Mainland China, including Shanghai, the PRC, the Shareholders and/or their proxies will not be able to attend the meeting in person.
- (ii) The meeting will be held by way of electronic means. The Directors will participate by way of electronic means.

Registered Shareholders who wish to join the live online webcast of the meeting may refer to the Company's letter to registered Shareholders sent on December 30, 2022 for details regarding the arrangements of the meeting, including login details to access the live online webcast. Non-registered Shareholders who wish to join the live online webcast of the meeting should liaise with their bank(s), broker(s), custodian(s), nominee(s) or HKSCC Nominees Limited through which their Shares are held (collectively, the "**Intermediaries**") and provide their email address to their Intermediaries at least five business days before the date of meeting (i.e. by January 10, 2023). Details regarding the arrangements of the meeting, including login details to access the live online webcast, will be sent at least two business days before the date of meeting (i.e. by January 13, 2023) by Computershare Hong Kong Investor Services Limited, the Company's Hong Kong share registrar, to the email address of the non-registered Shareholders provided by the Intermediaries.

- (iii) All resolutions at the meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the Listing Rules.
- (iv) Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint the chairman of the meeting as his/her/its proxy or if he/she/it is the holder of two or more shares, more than one proxy to attend and on a poll, vote instead of him/her/it. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present virtually or by proxy shall be entitled to one vote for each share held by him/her/it.
- (v) Where there are joint registered holders of any shares, any one of such persons may vote at the above meeting (or at any adjournment of it) by proxy, in respect of such shares as if he/she/it were solely entitled thereto but the vote of the senior holder who tenders a vote, will be accepted to the exclusion of the vote(s) of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
- (vi) In order to be valid, the completed form of proxy, must be deposited at the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority (such certification to be made by either a notary public or a solicitor qualified to practice in Hong Kong), at least 48 hours before the time appointed for holding the above meeting or any adjournment thereof (as the case may be). The completion and return of the form of proxy shall not preclude shareholders of the Company from attending virtually and voting by proxy at the above meeting (or any adjourned meeting thereof) if they so wish.

(vii) The register of members of the Company will be closed from January 12, 2023 to January 17, 2023 , both days inclusive, in order to determine the eligibility of shareholders to attend the above meeting, during which period no share transfers will be registered. To be eligible to attend the above meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 4:30 p.m. on January 11, 2023.

(viii) References to time and dates in this notice are to Hong Kong time and dates.

As of the date of this notice, the Board of Directors of the Company comprises Dr. Yiping James Li as Chairman and executive Director, Dr. Krishnan Viswanadhan, Ms. Xing Gao, Dr. Ann Li Lee, Mr. Jinyin Wang, Dr. Cheng Liu as non-executive Directors, and Mr. Chi Shing Li, Mr. Yiu Leung Andy Cheung, Mr. Kin Cheong Kelvin Ho as independent non-executive Directors.

* *For identification purpose only*