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Innovent

信達生物製藥

INNOVENT BIOLOGICS, INC.

(Incorporated in the Cayman Islands with Limited Liability)

(Stock Code: 1801)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON JUNE 21, 2024

Reference is made to the circular (the “**Circular**”) of Innovent Biologics, Inc. (the “**Company**”) incorporating, amongst others, the notice (the “**Notice**”) of extraordinary general meeting of the Company (the “**EGM**”) dated June 4, 2024. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

All the directors of the Company (the “**Director(s)**”), namely Dr. De-Chao Michael Yu as Chairman and executive Director and Mr. Ronald Hao Xi Ede and Ms. Qian Zhang as executive Directors, and Dr. Charles Leland Cooney, Ms. Joyce I-Yin Hsu, Dr. Kaixian Chen, Mr. Gary Zieziula, Dr. Shun Lu and Mr. Shuyun Chen as independent non-executive Directors attended the EGM in person or by electronic means.

At the EGM held on June 21, 2024, all the proposed resolutions as set out in the Notice were duly passed by way of poll and the poll results were as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1(i)	To approve and confirm the conditional grant of restricted shares to Dr. De-Chao Michael Yu (“ Dr. Yu ”) on March 22, 2024 in accordance with the terms of the restricted share plan adopted by the Company on June 12, 2020 (the “ 2020 RS Plan ”), subject to all applicable laws, rules, regulations and the applicable award agreement (the “ Proposed Grant to Dr. Yu ”)	636,341,673 (71.817764%)	249,708,852 (28.182236%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1(ii)	To authorize any one or more of the directors of the Company, with the exception of Dr. Yu, to exercise the powers of the Company to allot, issue and deal with the ordinary shares of the Company (the “Shares”) pursuant to the Proposed Grant to Dr. Yu under the specific mandate granted to the Directors by the shareholders of the Company at the extraordinary general meeting of the Company held on June 20, 2020 in accordance with the terms of the 2020 RS Plan (the “2020 RS Plan Specific Mandate”), such that the restricted shares shall rank <i>pari passu</i> in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and that he/she/they be and is/are hereby authorized to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in paragraph 1(i) above	631,730,761 (71.297374%)	254,319,764 (28.702626%)
2(i)	To approve and confirm the conditional grant of restricted shares to Mr. Ronald Hao Xi Ede (“Mr. Ede”) on March 22, 2024 in accordance with the terms of the 2020 RS Plan, subject to all applicable laws, rules, regulations and the applicable award agreement (the “Proposed Grant to Mr. Ede”)	738,767,198 (74.737997%)	249,708,852 (25.262003%)
2(ii)	To authorize any one or more of the directors of the Company, with the exception of Mr. Ede, to exercise the powers of the Company to allot, issue and deal with the Shares pursuant to the Proposed Grant to Mr. Ede under the 2020 RS Plan Specific Mandate, such that the restricted shares shall rank <i>pari passu</i> in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and that he/she/they be and is/are hereby authorized to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in paragraph 2(i) above	734,156,286 (74.271530%)	254,319,764 (25.728470%)
3(i)	To approve and confirm the conditional grant of restricted shares to Ms. Joyce I-Yin Hsu (“Ms. Hsu”) on March 22, 2024 in accordance with the terms of the 2020 RS Plan, subject to all applicable laws, rules, regulations and the applicable award agreement (the “Proposed Grant to Ms. Hsu”)	686,563,338 (69.443030%)	302,108,010 (30.556970%)
3(ii)	To authorize any one or more of the directors of the Company, with the exception of Ms. Hsu, to exercise the powers of the Company to allot, issue and deal with the Shares pursuant to the Proposed Grant to Ms. Hsu under the 2020 RS Plan Specific Mandate, such that the restricted shares shall rank <i>pari passu</i> in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and that he/she/they be and is/are hereby authorized to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in paragraph 3(i) above	681,952,426 (68.976655%)	306,718,922 (31.023345%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
4(i)	To approve and confirm the conditional grant of restricted shares to Dr. Charles Leland Cooney (“ Dr. Cooney ”) on March 22, 2024 in accordance with the terms of the 2020 RS Plan, subject to all applicable laws, rules, regulations and the applicable award agreement (the “ Proposed Grant to Dr. Cooney ”)	686,563,338 (69.443030%)	302,108,010 (30.556970%)
4(ii)	To authorize any one or more of the directors of the Company, with the exception of Dr. Cooney, to exercise the powers of the Company to allot, issue and deal with the Shares pursuant to the Proposed Grant to Dr. Cooney under the 2020 RS Plan Specific Mandate, such that the restricted shares shall rank <i>pari passu</i> in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and that he/she/they be and is/are hereby authorized to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in paragraph 4(i) above	681,952,426 (68.976655%)	306,718,922 (31.023345%)
5(i)	To approve and confirm the conditional grant of restricted shares to Dr. Kaixian Chen (“ Dr. Chen ”) on March 22, 2024 in accordance with the terms of the 2020 RS Plan, subject to all applicable laws, rules, regulations and the applicable award agreement (the “ Proposed Grant to Dr. Chen ”)	686,565,343 (69.443092%)	302,108,010 (30.556908%)
5(ii)	To authorize any one or more of the directors of the Company, with the exception of Dr. Chen, to exercise the powers of the Company to allot, issue and deal with the Shares pursuant to the Proposed Grant to Dr. Chen under the 2020 RS Plan Specific Mandate, such that the restricted shares shall rank <i>pari passu</i> in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and that he/she/they be and is/are hereby authorized to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in paragraph 5(i) above	681,954,431 (68.976718%)	306,718,922 (31.023282%)
6(i)	To approve and confirm the conditional grant of restricted shares to Mr. Gary Zieziula (“ Mr. Zieziula ”) on March 22, 2024 in accordance with the terms of the 2020 RS Plan, subject to all applicable laws, rules, regulations and the applicable award agreement (the “ Proposed Grant to Mr. Zieziula ”)	686,568,040 (69.443175%)	302,108,010 (30.556825%)
6(ii)	To authorize any one or more of the directors of the Company, with the exception of Mr. Zieziula, to exercise the powers of the Company to allot, issue and deal with the Shares pursuant to the Proposed Grant to Mr. Zieziula under the 2020 RS Plan Specific Mandate, such that the restricted shares shall rank <i>pari passu</i> in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and that he/she/they be and is/are hereby authorized to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in paragraph 6(i) above	681,957,128 (68.976803%)	306,718,922 (31.023197%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
7(i)	To approve and confirm the conditional grant of restricted shares to Mr. Shuyun Chen (“ Mr. Nick Chen ”) on May 3, 2024 in accordance with the terms of the 2020 RS Plan, subject to all applicable laws, rules, regulations and the applicable award agreement (the “ Proposed Grant to Mr. Nick Chen ”)	686,568,040 (69.443175%)	302,108,010 (30.556825%)
7(ii)	To authorize any one or more of the directors of the Company, with the exception of Mr. Nick Chen, to exercise the powers of the Company to allot, issue and deal with the Shares pursuant to the Proposed Grant to Mr. Nick Chen under the 2020 RS Plan Specific Mandate, such that the restricted shares shall rank <i>pari passu</i> in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and that he/she/they be and is/are hereby authorized to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in paragraph 7(i) above	681,957,128 (68.976803%)	306,718,922 (31.023197%)
8(i)	To approve and adopt, the post-IPO share scheme, named as the 2024 Share Scheme (the “ 2024 Scheme ”) proposed by the board of Directors of the Company (the “ Board ”), with the Scheme Mandate Limit (as defined in the 2024 Scheme) of 10% of the total issued and outstanding Shares (excluding any treasury Shares) as at the date of the shareholders’ approval of the 2024 Scheme, and the Scheme Administrator (as defined in the 2024 Scheme) be and are hereby authorised to grant the awards (“ Awards ”), and do all such acts and execute all such documents as the Scheme Administrator may consider necessary or expedient in order to give full effect to the 2024 Scheme	703,803,983 (71.189247%)	284,834,067 (28.810753%)
8(ii)	To approve and adopt, conditional upon the passing of ordinary resolution 8(i), the Service Provider Sublimit (as defined in the 2024 Scheme, and which includes grants to Service Providers under any other share schemes of the Company) of 2% of the total issued and outstanding Shares (excluding any treasury Shares) as at the date of the shareholders’ approval of the 2024 Scheme	558,547,803 (56.494521%)	430,128,247 (43.505479%)

As more than 50% of votes were cast in favor of the ordinary resolutions nos. 1(i) to 8(ii) above, all such resolutions were duly passed by the shareholders as ordinary resolutions.

By Order of the Board
Innovent Biologics, Inc.
Dr. De-Chao Michael Yu
Chairman and Executive Director

Hong Kong, China
June 21, 2024

Notes:

- (a) As at the date of the EGM, the total number of shares of the Company in issue was 1,628,383,570 shares.
- (b) The total number of shares of the Company entitling the holders to attend and vote on the resolutions at the EGM was 1,628,383,570 shares.

- (c) (i) As at the date of EGM, Dr. Yu and his associates, are holding an aggregate of 110,625,525 Shares or underlying Shares (and 371,737 short position Shares). Dr. Yu and his associates were required to and had abstained from voting on the above proposed resolutions numbered 1(i) and 1(ii) in relation to the Proposed Grant to Dr. Yu and transactions contemplated therein at the EGM in accordance with the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).
- (ii) As at the date of EGM, Mr. Ede and his associates are holding an aggregate of 4,255,616 Shares or underlying Shares. Mr. Ede and his associates were required to and had abstained from voting on the above proposed resolutions numbered 2(i) and 2(ii) in relation to the Proposed Grant to Mr. Ede and transactions contemplated therein at the EGM in accordance with the Listing Rules.
- (iii) As at the date of EGM, Ms. Hsu and her associates are holding an aggregate of 6,311 Shares or underlying Shares. Ms. Hsu and her associates were required to and had abstained from voting on the above proposed resolutions numbered 3(i) and 3(ii) in relation to the Proposed Grant to Ms. Hsu and transactions contemplated therein at the EGM in accordance with the Listing Rules.
- (iv) As at the date of EGM, Dr. Cooney and his associates are holding an aggregate of 45,401 Shares or underlying Shares. Dr. Cooney and his associates were required to and had abstained from voting on the above proposed resolutions numbered 4(i) and 4(ii) in relation to the Proposed Grant to Dr. Cooney and transactions contemplated therein at the EGM in accordance with the Listing Rules.
- (v) As at the date of EGM, Dr. Chen and his associates are holding an aggregate of 5,346 Shares or underlying Shares. Dr. Chen and his associates were required to and had abstained from voting on the above proposed resolutions numbered 5(i) and 5(ii) in relation to the Proposed Grant to Dr. Chen and transactions contemplated therein at the EGM in accordance with the Listing Rules.
- (vi) As at the date of EGM, Mr. Zieziula and his associates are holding an aggregate of 4,877 Shares or underlying Shares. Mr. Zieziula and his associates were required to and had abstained from voting on the above proposed resolutions numbered 6(i) and 6(ii) in relation to the Proposed Grant to Mr. Zieziula and transactions contemplated therein at the EGM in accordance with the Listing Rules.
- (vii) As at the date of EGM, Mr. Nick Chen and his associates are holding an aggregate of 11,000 Shares or underlying Shares. Mr. Chen and his associates were required to and had abstained from voting on the above proposed resolutions numbered 7(i) and 7(ii) in relation to the Proposed Grant to Mr. Nick Chen and transactions contemplated therein at the EGM in accordance with the Listing Rules.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules.
- (e) Saved as disclosed above, no shareholders of the Company were required under the Listing Rules to abstain from voting on the resolutions proposed at the EGM.
- (f) Save as disclosed above, no parties have stated their intention in the Company’s Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.
- (g) The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.
- (h) The full text of the above resolutions are set out in the EGM Notice.

As at the date of this announcement, the Board comprises Dr. De-Chao Michael Yu as Chairman and Executive Director and Mr. Ronald Hao Xi Ede and Ms. Qian Zhang as Executive Directors and Dr. Charles Leland Cooney, Ms. Joyce I-Yin Hsu, Dr. Kaixian Chen, Mr. Gary Zieziula, Dr. Shun Lu and Mr. Shuyun Chen as Independent Non-executive Directors.