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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)

(1) RE-DESIGNATION OF DIRECTOR

**(2) CHANGE OF AUTHORISED REPRESENTATIVE
AND**

(3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

A. RE-DESIGNATION OF DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Shanghai Henlius Biotech, Inc. (the “**Company**”) announces that Mr. Wenjie Zhang (“**Mr. Zhang**”) has been re-designated from an executive Director to a non-executive Director with effect from 24 March 2025 due to adjustments to work arrangements. Following the re-designation, Mr. Zhang will serve as a non-executive Director of the Company, and remain as the chairman of the Board, chairman of the strategy committee, chairman of the nomination committee and a member of the environmental, social and governance committee of the Company. The term of Mr. Zhang as a non-executive Director shall commence on 24 March 2025 and shall end on the expiry of the term of the third session of the Board (or the term shall expire at the conclusion of the forthcoming general meeting at which a new session of the Board will be elected).

For details of biography of Mr. Zhang, information about his interests in the shares of the associated corporations of the Company and his appointments, please refer to the appendix.

Save as disclosed in this announcement, Mr. Zhang (i) did not hold any directorship or supervisor positions in any other listed companies in the past three years nor take up any posts in the Company or any group members of the Company; (ii) does not have any relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder of the Company; and (iii) does not have any interest in the shares of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed in this announcement, there are no other matters relating to the re-designation of Mr. Zhang which need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) nor any information which shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

B. CHANGE OF AUTHORISED REPRESENTATIVE

Due to adjustments to work arrangements, Mr. Zhang will no longer serve as an authorised representative of the Company (the “**Authorised Representative**”) for the purpose of Rule 3.05 of the Listing Rules with effect from 24 March 2025. Dr. Jun Zhu, an executive Director, has been appointed as an Authorised Representative with effect from 24 March 2025.

Dr. Jun Zhu and Ms. Chong Wan Kai of Tricor Services Limited, will be the Authorised Representatives with effect from 24 March 2025.

C. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

After taking into consideration of, inter alia, the update of applicable laws and regulations and the actual situation of the Company, it is proposed to make amendments to the Articles of Association of the Company (the “**Proposed Amendments to the Articles**”). Details of the amendments will be set out in the circular of the annual general meeting.

The Proposed Amendments to the Articles are subject to, and will take effect upon, the approval of the Shareholders at the annual general meeting by way of special resolution.

The Proposed Amendments to the Articles are required to be filed and registered with the relevant authorities in the PRC. The Company will adjust the wordings of such amendments according to the comments of relevant authorities (if any).

D. GENERAL

A circular containing, among other things, further details of the Proposed Amendments to the Articles and the notice of the annual general meeting will be published by the Company in due course.

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

Hong Kong, 24 March 2025

As at the date of this announcement, the board of directors of the Company comprises Mr. Wenjie Zhang as the chairman and non-executive director, Dr. Jun Zhu as the executive director, Mr. Qiyu Chen, Mr. Yifang Wu, Ms. Xiaohui Guan, Mr. Deyong Wen and Dr. Xingli Wang 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.

Appendix:

Details of biography of Mr. Zhang, information about his interests in the shares of the associated corporations of the Company and his appointments

Mr. Wenjie Zhang, aged 58, has been an executive Director of the Company since November 2020, and has been the Chairman of the Board since November 2021. Mr. Zhang joined the Group in March 2019. He was a senior vice president and the chief commercial operation officer, the president and the chief executive officer of the Company, and holds directorships in certain subsidiaries of the Company. Mr. Zhang has been the executive president of Shanghai Fosun Pharmaceutical (Group) Co., Ltd. (stock code at the Stock Exchange: 02196; stock code at the Shanghai Stock Exchange: 600196) since July 2023, and a non-executive director of Gland Pharma Limited (stock code at the Bombay Stock Exchange and the National Stock Exchange of India: GLAND) since August 2024.

Mr. Zhang has over 30 years of commercial operation and management experience in the pharmaceutical industry. Prior to joining the Group, Mr. Zhang served in various roles including the general manager (China) at Amgen, USA, the vice president of oncology business unit 2 of Shanghai Roche Pharmaceuticals, China, and the head of specialty therapeutics & oncology unit-Bayer Schering Pharma, Germany. Mr. Zhang obtained a bachelor's degree in microbiology from Shandong University (山東大學) in the PRC in July 1990 and a master's degree in business administration from Yale University in the United States in May 1998.

As at the date of this announcement, within the meaning of Part XV of the Securities and Futures Ordinance, Mr. Zhang, being a beneficial owner, holds 200,000 share options in Fosun International Limited, an associated corporation of the Company, representing approximately 0.00% of relevant class of shares.

Mr. Zhang has entered into a new service agreement with the Company in relation to his re-designation as a non-executive Director. Mr. Zhang will not receive any remuneration from the Company for his position as a non-executive Director.