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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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the "**EGM**") of Shanghai Henlius Biotech, Inc. (the "**Company**") will be held at Conference Room, 10th Floor, B8 Building, No. 188 Yizhou Road, Xuhui District, Shanghai, PRC on Friday, 29 August 2025 at 4:00 p.m. for the purposes of considering and, if thought fit, passing the following resolutions. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 12 August 2025:

ORDINARY RESOLUTIONS

1. To consider and approve the resolutions in relation to the re-appointment and appointment of Directors of the fourth session of the Board:

   1.1 the re-appointment of Dr. Jun Zhu, being the current executive Director, as the executive Director of the fourth session of the Board;

   1.2 the re-appointment of Mr. Wenjie Zhang, being a current non-executive Director, as a non-executive Director of the fourth session of the Board;

   1.3 the re-appointment of Mr. Qiyu Chen, being a current non-executive Director, as a non-executive Director of the fourth session of the Board;

   1.4 the re-appointment of Ms. Xiaohui Guan, being a current non-executive Director, as a non-executive Director of the fourth session of the Board;

   1.5 the re-appointment of Dr. Xingli Wang, being a current non-executive Director, as a non-executive Director of the fourth session of the Board;

1.6 the re-appointment of Mr. Tak Young So, being a current independent non-executive Director, as an independent non-executive Director of the fourth session of the Board;

1.7 the re-appointment of Dr. Lik Yuen Chan, being a current independent non-executive Director, as an independent non-executive Director of the fourth session of the Board;

1.8 the re-appointment of Dr. Ruilin Song, being a current independent non-executive Director, as an independent non-executive Director of the fourth session of the Board;

1.9 the appointment of Mr. Yuqing Chen as a non-executive Director of the fourth session of the Board;

1.10 the appointment of Dr. Yi Liu as a non-executive Director of the fourth session of the Board; and

1.11 the appointment of Mr. Yihao Zhang as an independent non-executive Director of the fourth session of the Board.

2. To consider and approve the resolutions in relation to the re-appointment of Shareholder representative Supervisors of the fourth session of the Board of Supervisors:

2.1 the re-appointment of Ms. Rongli Feng, being a current Shareholder representative Supervisor, as a Shareholder representative Supervisor of the Company; and

2.2 the re-appointment of Mr. Deli Kong, being a current Shareholder representative Supervisor, as a Shareholder representative Supervisor of the Company.

3. To consider and approve the resolution in relation to the proposed amendments to the Rules of Procedures for the General Meeting, which will take effect immediately upon approval at the EGM.

4. To consider and approve the resolution in relation to the proposed amendments to the Rules of Procedures for the Board, which will take effect immediately upon approval at the EGM.

5. To consider and approve the resolution in relation to the proposed amendments to the Rules of Procedures for the Board of Supervisors, which will take effect immediately upon approval at the EGM.

6. To consider and approve the resolution in relation to the proposed amendment to the Regulations for Preventing the Misappropriation of the Company's Funds by the Controlling Shareholder and its Related Parties/Connected Persons, which will take effect immediately upon approval at the EGM.

7. To consider and approve the resolution in relation to the proposed amendment to the Profit Distribution Management System, which will take effect immediately upon approval at the EGM.

SPECIAL RESOLUTION

8. To consider and approve the resolution in relation to the proposed amendments to the Articles of Association, which will take effect immediately upon approval at the EGM.

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

Hong Kong, 12 August 2025

As at the date of this notice, 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.

Notes:

(1) All resolutions at the EGM will be taken by poll pursuant to the articles of association of the Company and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"). The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Hong Kong Listing Rules.

(2) Any shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint a proxy (or more than one proxy if he/she holds more than one share) to attend and on a poll, vote on his/her behalf. A proxy needs not be a shareholder of the Company. If more than one proxy is so appointed, the form of proxy shall specify the number of shares in respect of which each such proxy is so appointed. In case of a poll, every shareholder presents in person or by proxy shall be entitled to one vote for each share held by him.

(3) In order to be valid, the form of proxy 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, must be delivered to the Company's Board secretary office (for holders of Unlisted Shares), at 10th Floor, B8 Building, No. 188 Yizhou Road, Xuhui District, Shanghai, PRC or the Company's H share registrar in Hong Kong (for holders of H shares), Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for the EGM (i.e. not later than 4:00 p.m. on Thursday, 28 August 2025) or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

(4) In order to determine the list of Shareholders who will be entitled to attend and vote at the EGM, the registers of members of the Company will be closed from Wednesday, 27 August 2025 to Friday, 29 August 2025 (both dates inclusive), during which period no transfer of shares of the Company will be effected. Shareholders whose names appear on the registers of members of the Company on Friday, 29 August 2025 shall be entitled to attend and vote at the EGM. In order to qualify for attending and voting at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration by 4:30 p.m. on Wednesday, 27 August 2025.

(5) Shareholders who attend the EGM in person or by proxy shall bear their own travelling and accommodation expenses.

(6) References to time and dates in this notice are to Beijing time and dates.