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上海復旦張江生物醫藥股份有限公司

Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd.*

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code:1349)

DISSOLUTION OF THE SUPERVISORY COMMITTEE APPOINTMENT OF AN EMPLOYEE DIRECTOR

This announcement is made by Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd. (the "**Company**") pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). References are made to the announcement of the Company dated 30 October 2025 and the circular dated 4 November 2025 (the "**Circular**") in relation to, among other matters, the proposed dissolution of the supervisory committee. Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Circular.

Dissolution of the Supervisory Committee

The board of directors (the "**Board**") announces that, as the proposed amendments to the Articles of Association as set out in the Circular included the dissolution of the Supervisory Committee, following the approval of the resolution on amendments to the Articles of Association and dissolution of the Supervisory Committee by the Shareholders at the extraordinary general meeting held on 26 November 2025 (the "**EGM**"), the Company no longer has a Supervisory Committee, and the powers and functions of the Supervisory Committee as stipulated under the Company Law of the People's Republic of China (the "**PRC Company Law**") will be exercised by the audit committee of the Board.

Accordingly, Mr. Huang Jian, Mr. Zhou Aiguo and Ms. Qu Yanan, shall no longer serve as supervisors of the Company upon the conclusion of the EGM. Mr. Huang Jian, Mr. Zhou Aiguo and Ms. Qu Yanan confirm that they have no disagreement with the Board and/or the Supervisory Committee, and there are no other matter in relation to their resignation that need to be brought to the attention of the Shareholders and The Stock Exchange of Hong Kong Limited. The Company hereby express its sincere gratitude to Mr. Huang Jian, Mr. Zhou Aiguo and Ms. Qu Yanan for the valuable contributions to the Company during their terms of office.

Appointment of an Employee Director

In view of the relevant provisions of the PRC Company Law, the Guidelines on the Articles of Association of Listed Companies*（《上市公司章程指引》）, the Rules Governing the Listing of Securities on the STAR Market of the Shanghai Stock Exchange *（《上海證券交易所科創板股票上市規則》）, the Guideline No. 1 for the Self-regulatory Rules for Companies Listed on the STAR Market of the Shanghai Stock Exchange – Standardised Operations*（《上海證券交易所科創板上市公司自律監管指引第 1 號－規範運作》）and other applicable laws, regulations and regulatory documents, as well as the provisions of the Articles of Association, the Board shall include one employee director, who shall be elected by the congress of employee representatives of the Company.

As the resolution, among other matters, the amendments to the Articles of Association and other rules was approved at the EGM, the provisions for the election of an employee director became effective on the date of the EGM.

The Company held the third meeting of the third session of the employee representatives general meeting (the "**Meeting**") on 26 November 2025, at which the proposal in relation to the election of the employee director of the eighth session of the Board was considered and approved. Upon election at the Meeting, Ms. Qu Yanan ("**Ms. Qu**") was elected as an employee director of the eighth session of the Board. Following this election, the number of Board members increased from 7 to 8. The total number of directors serving concurrently as senior management and employee of the Company in the eighth session of the Board did not exceed one-half of the total number of directors of the Company, which is in compliance with the relevant laws and regulations of the PRC and the Articles of Association.

The biographical details of Ms. Qu is set out below:

Qu Ya Nan, born in 1986, aged 39. She obtained a bachelor's degree in management from Zhengzhou University in July 2008 and a master's degree in management from Shanghai University of Finance and Economics in July 2011. Since July 2015, she has been engaged in risk management, internal audit, internal control and other related daily management in the Company. She is the manager of the Risk Management, Internal Audit and Control Department of the Company as at the date of this announcement.

As at the date of this announcement, Ms. Qu is interested in 39,000 A shares of the Company, representing approximately 0.004% of the total issued share capital of the Company.

Ms. Qu will enter into a service contract with the Company and her term of office shall last until the expiry date of the term of the eighth session of the Board (which is subject to re-election at the 2026 annual general meeting). The Company is not required to pay any director's remuneration or emolument to Ms. Qu.

As at the date of this announcement, saved as disclosed above, Ms. Qu does not (i) hold any directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) hold any other position with the Company or its subsidiaries; (iii) have any interest, deemed interest or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iv) have any relationship with other current directors, senior management, substantial shareholders of the Company.

There is no information required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules in relation to Ms. Qu and there is no other matter that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company.

By order of the Board
Zhao Da Jun
Chairman

As at the date on the publication of this announcement, the Board comprises:

Mr. Zhao Da Jun (Executive Director)
Ms. Xue Yan (Executive Director)
Mr. Shen Bo (Non-executive Director)
Ms. Yu Xiao Yang (Non-executive Director)
Mr. Wang Hong Guang (Independent Non-executive Director)
Mr. Lam Siu Wing (Independent Non-executive Director)
Mr. Xu Pei Long (Independent Non-executive Director)
Ms. Qu Ya Nan (Employee Director)

Shanghai, the PRC

26 November 2025

* *For identification purpose only*