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## **Shanghai Haohai Biological Technology Co., Ltd.\***

### **上海昊海生物科技股份有限公司**

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

**(Stock Code: 6826)**

## **NOTICE OF 2019 FIRST DOMESTIC SHAREHOLDERS' CLASS MEETING**

**NOTICE IS HEREBY GIVEN** that the 2019 first domestic shareholders' class meeting (the **"Domestic Shareholders' Class Meeting"**) of Shanghai Haohai Biological Technology Co., Ltd.\* (the **"Company"**) will be held at 10:30 a.m., on Monday, February 18, 2019 (or immediately after the conclusion or adjournment of the extraordinary general meeting of the Company to be held on the same date) at 24/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC to consider and, if thought fit, pass the following resolutions. Unless the context requires otherwise, capitalized terms used herein shall have the same meaning as defined in the announcement of the Company dated January 3, 2019.

### **SPECIAL RESOLUTIONS**

1. To consider and approve the proposal on the A Share Offering:

- 1.1 Type of the proposed issuance;
- 1.2 Par value of the proposed issuance;
- 1.3 Offering size;
- 1.4 Pricing methodology;
- 1.5 Place of listing;
- 1.6 Target subscribers;
- 1.7 Method of issuance;
- 1.8 Method of underwriting;
- 1.9 Use of proceeds to be raised;
- 1.10 Validity period of the resolution;
- 1.11 Form of the Company; and
- 1.12 Rights of the holders of the A Shares.

2. To consider and approve the proposal on the use of the proceeds to be raised by the A Share Offering and the feasibility analysis.
3. To consider and approve the proposal on granting authorization to the Board to handle the Company's application for the A Share Offering and related matters.
4. To consider and approve the proposal on the distribution of the accumulated undistributed profits before the A Share Offering.
5. To consider and approve the proposal on stabilizing the price of A Shares of the Company after the A Share Offering.
6. To consider and approve the proposal on the dilution of immediate returns and the remedial measures on the A Share Offering.
7. To consider and approve the proposal on the validity period of the resolutions on the A Share Offering.

By order of the Board  
**Shanghai Haohai Biological Technology Co., Ltd.\***  
**Hou Yongtai**  
*Chairman*

Shanghai, PRC  
January 4, 2019

\* *For identification purpose only*

## **Notes:**

### **1. Eligibility for attending and voting at the Domestic Shareholders' Class Meeting and date of registration of members for Domestic Shares**

In order to determine the holders of the Domestic Shares of the Company (the “**Domestic Shareholders**”) who are entitled to attend the Domestic Shareholders' Class Meeting, the register of members of the Company will be closed from Saturday, January 19, 2019 to Monday, February 18, 2019 (both days inclusive), during which time no transfer of Domestic Shares will be registered.

For qualifying to attend and vote at the Domestic Shareholders' Class Meeting, the Domestic Shareholders whose transfers have not been registered must lodge all transfer instruments accompanied by the relevant share certificates with the headquarters of the Company at 23/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC at or before 4:30 p.m. on Friday, January 18, 2019.

Domestic Shareholders whose names appear on the register of members of domestic shares of the Company on January 19, 2019 will be entitled to attend and vote at the Domestic Shareholders' Class Meeting or any adjournment thereof.

### **2. Proxy**

- (1) Each shareholder entitled to attend and vote at the Domestic Shareholders' Class Meeting may appoint one or more proxies in writing to attend and vote at the meeting on his behalf. A proxy need not be a shareholder of the Company.
- (2) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorised attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign or other document of authorisation must be notarised.
- (3) To be valid, for holders of the Domestic Shares, the form of proxy and notarised power of attorney or other document of authorisation (if any) must be delivered to the headquarters of the Company at 23/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC not less than 24 hours before the time appointed for the Domestic Shareholders' Class Meeting or any adjournment thereof (as the case may be). Completion and return of the proxy will not preclude shareholders from attending and vote at the meeting should they wish to do so.

### **3. Registration procedures for attending the Domestic Shareholders' Class Meeting**

- (1) A shareholder or his proxy should present proof of identity when attending the Domestic Shareholders' Class Meeting. If a shareholder is a legal person, its legal representative or other person authorised by the Board or other governing body of such shareholder may attend the Domestic Shareholders' Class Meeting by providing a copy of the resolution of the Board or other governing body of such shareholder appointing such person to attend the meeting.
- (2) Shareholders of the Company intending to attend the Domestic Shareholders' Class Meeting in person or by their proxies should complete and return the reply slip for attending the Domestic Shareholders' Class Meeting to the headquarters of the Company at 23/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC on or before Tuesday, January 29, 2019.
- (3) A shareholder may return the above reply slip in person, by post or by facsimile to the Company.
- (4) Shareholders or proxies attending the Domestic Shareholders' Class Meeting should state clearly, in respect of each resolution requiring a vote, whether they are voting for or against a resolution. Abstention from voting will not be regarded by the Company as having voting rights for the purpose of vote counts.

### **4. Voting method at the Domestic Shareholders' Class Meeting**

According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a shareholders' general meeting must be taken by poll. Accordingly, the chairman of the Domestic Shareholders' Class Meeting will demand a poll in relation to all the proposed resolutions at the Domestic Shareholders' Class Meeting.

### **5. Miscellaneous**

- (1) The Domestic Shareholders' Class Meeting is expected to take no more than half a day. Shareholders who attend the Domestic Shareholders' Class Meeting shall bear their own travelling and accommodation expenses.
- (2) The address and contact details of the headquarters of the Company is:  
  
23/F, WenGuang Plaza,  
No. 1386 Hongqiao Road, Changning District  
Shanghai, PRC  
Telephone: (86) 021-52293555  
Facsimile: (86) 021-52293558
- (3) A circular setting out further details of the resolutions will be dispatched and published by the Company in due course.

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