

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **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 2018 ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2018 annual general meeting (the “**AGM**”) of Shanghai Haohai Biological Technology Co., Ltd.\* (the “**Company**”) will be held at 10:00 a.m., on Thursday, June 27, 2019 at 24/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC for the shareholders of the Company (the “**Shareholders**”) to consider and, if thought fit, pass the following resolutions:

#### **ORDINARY RESOLUTIONS**

1. To approve the work report of the board of directors of the Company (the “**Board**”) for 2018.
2. To approve the work report of the supervisory committee of the Company (the “**Supervisory Committee**”) for 2018.
3. To approve the financial reports of the Company for 2018.
4. To approve the appointments of Ernst & Young Hua Ming LLP and Ernst & Young as the Company’s domestic and international auditors, respectively, until the close of the annual general meeting of the Company for 2019, and to authorise the Board to fix their respective remuneration.
5. To approve the proposal on the election of directors for the Fourth Session of the Board.
  - 5.1 To elect Dr. Hou Yongtai as an executive director of the Fourth Session of the Board and to authorize the Board to fix the remuneration.
  - 5.2 To elect Mr. Wu Jianying as an executive director of the Fourth Session of the Board and to authorize the Board to fix the remuneration.
  - 5.3 To elect Mr. Huang Ming as an executive director of the Fourth Session of the Board and to authorize the Board to fix the remuneration.
  - 5.4 To elect Ms. Chen Yiyi as an executive director of the Fourth Session of the Board and to authorize the Board to fix the remuneration.
  - 5.5 To elect Mr. Tang Minjie as an executive director of the Fourth Session of the Board and to authorize the Board to fix the remuneration.

- 5.6 To elect Ms. You Jie as a non-executive director of the Fourth Session of the Board and to authorize the Board to fix the remuneration.
- 5.7 To elect Mr. Chen Huabin as an independent non-executive director of the Fourth Session of the Board and to authorize the Board to fix the remuneration.
- 5.8 To elect Mr. Shen Hongbo as an independent non-executive director of the Fourth Session of the Board and to authorize the Board to fix the remuneration.
- 5.9 To elect Mr. Zhu Qin as an independent non-executive director of the Fourth Session of the Board and to authorize the Board to fix the remuneration.
- 5.10 To elect Mr. Wong Kwan Kit as an independent non-executive director of the Fourth Session of the Board and to authorize the Board to fix the remuneration.
6. To approve the proposal on the election of supervisors for the Fourth Session of the Supervisory Committee.
  - 6.1 To elect Mr. Liu Yuanzhong as a supervisor of the Fourth Session of the Supervisory Committee and to authorize the Board to fix the remuneration.
  - 6.2 To elect Ms. Yang Qing as a supervisor of the Fourth Session of the Supervisory Committee and to authorize the Board to fix the remuneration.
  - 6.3 To elect Mr. Tang Yuejun as a supervisor of the Fourth Session of the Supervisory Committee and to authorize the Board to fix the remuneration.
7. To approve the implementation rules of cumulative voting system.
8. To approve the online voting management system for the shareholders' general meeting.
9. To approve the proposed amendments to the rules for the management of the related party transactions.

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

Shanghai, PRC, May 10, 2019

**Notes:**

**1. Eligibility for attending and voting at the AGM and date of registration of members**

In order to determine the entitlement of the Shareholders to attend the AGM, the register of members of the Company will be closed from Tuesday, May 28, 2019 to Thursday, June 27, 2019 (both days inclusive), during which period no transfer of shares will be registered.

To qualify to attend and vote at the AGM, the Shareholders whose transfer of shares have not been registered must lodge all transfer instruments accompanied by the relevant share certificates with the Company's H Shares Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H Shares or the headquarters of the Company at 23/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC for holders of Domestic Shares, for registration at or before 4:30 p.m. on Monday, May 27, 2019.

Shareholders whose names appear on the register of members of the Company on June 27, 2019 will be entitled to attend and vote at the AGM or any adjournment thereof.

**2. Proxy**

- (1) Each shareholder entitled to attend and vote at the AGM may appoint one or more proxies in writing to attend and vote at the AGM 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 authorized in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorized 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 authorization must be notarised.
- (3) To be valid, for holders of H Shares, the form of proxy and notarised power of attorney or other document of authorization (if any) must be delivered to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited (if any) at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for the AGM 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 and in such event, the proxy form shall be deemed revoked.
- (4) To be valid, for holders of Domestic Shares, the form of proxy and notarised power of attorney or other document of authorization (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 AGM 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 and in such event, the proxy form shall be deemed revoked.

**3. Registration procedures for attending the AGM**

- (1) A Shareholder or his proxy should present proof of identity when attending the AGM. If a Shareholder is a legal person, its legal representative or other person authorized by the Board or other governing body of such Shareholder may attend the AGM 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 intending to attend the AGM in person or by their proxies should complete and return the reply slip for attending the AGM to (a) the headquarters of the Company at 23/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC (for holders of Domestic Shares); or (b) Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) on or before Friday, June 7, 2019.
- (3) A Shareholder may return the reply slip in person, by post or by facsimile to the headquarters of the Company (for holders of Domestic Shares) or the office of Computershare Hong Kong Investor Services Limited (for holders of H Shares).
- (4) Shareholders or proxies attending the AGM 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 AGM**

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 AGM will demand a poll in relation to all the proposed resolutions at the AGM.

#### **5. Miscellaneous**

- (1) The AGM is expected to take no more than half a day. Shareholders who attend the AGM shall bear their own travelling and accommodation expenses.
- (2) The address of the Company's H Share Registrar is:  
Shops 1712-1716, 17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai, Hong Kong
- (3) 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

*As at the date of this announcement, the executive directors of the Company are Dr. Hou Yongtai, Mr. Wu Jianying, Mr. Huang Ming, Ms. Chen Yiyi and Mr. Tang Minjie; the non-executive directors of the Company are Ms. You Jie and Mr. Gan Renbao; and the independent non-executive directors of the Company are Mr. Chen Huabin, Mr. Shen Hongbo, Mr. Li Yuanxu, Mr. Zhu Qin and Mr. Wong Kwan Kit.*

*\* for identification purpose only*