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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)**

**POLL RESULTS OF ANNUAL GENERAL MEETING, A SHAREHOLDERS'  
CLASS MEETING AND H SHAREHOLDERS' CLASS MEETING,  
AND  
DISTRIBUTION OF FINAL DIVIDEND FOR 2022**

References are made to the notice of 2022 Annual General Meeting (the “AGM”) (the “**Notice of AGM**”), the notice of 2023 first H shareholders’ class meeting (the “**H Shareholders’ Class Meeting**”) (the “**Notice of H Shareholders’ Class Meeting**”) and the circular (the “**Circular**”) of Shanghai Haohai Biological Technology Co., Ltd.\* (the “**Company**”) dated May 11, 2023. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meaning as those defined in the Circular.

The Board is pleased to announce that the AGM, the 2023 first A shareholders’ class meeting (the “**A Shareholders’ Class Meeting**”) and the H Shareholders’ Class Meeting (collectively referred to as the “**Meetings**”) were held consecutively at 24/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, the PRC in the form of onsite meeting and online voting (only for A Shares) on Monday, June 12, 2023 at 2:00 p.m. All the resolutions proposed as set out in the notices of the Meetings were duly passed by the relevant shareholders of the Company by way of poll. The Meetings were convened by the Board and chaired by Dr. Hou Yongtai, the Chairman of the Board. All Directors (namely, Dr. Hou Yongtai, Mr. Wu Jianying, Ms. Chen Yiyi, Mr. Tang Minjie, Ms. You Jie, Mr. Huang Ming, Mr. Guo Yongqing, Mr. Jiang Zhihong, Mr. Su Zhi, Mr. Yang Yushe and Mr. Zhao Lei) have attended the Meetings, either in person or by electronic means. Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, was appointed as the scrutineer at the Meetings.

As at the record dates for the Meetings, the total number of Shares issued by the Company was 171,863,874 Shares, comprising 138,392,874 A Shares and 33,471,000 H Shares. During the period of from March 27, 2023 to May 17, 2023, the Company has repurchased 575,900 H Shares which have not been cancelled. Pursuant to the Articles of Association, such H Shares held by the Company do not carry voting rights, and shall not be counted towards the total number of voting shares represented by Shareholders present at the Meetings. Therefore, as at the date of the Meetings, the total number of Shares carrying voting rights was 171,287,974 Shares, comprising 138,392,874 A Shares and 32,895,100 H Shares, which were the total number of Shares entitling the Shareholders to attend and vote on all resolutions proposed at the Meetings.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions proposed at the Meetings as set out in Rule 13.40 of the Hong Kong Listing Rules and no Shareholder was required under the Hong Kong Listing Rules to abstain from voting at the Meetings. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the Meetings.

Shareholders or their proxies, holding an aggregate of 106,689,050 Shares with voting rights, which represented approximately 62.286363% of the total number of shares of the Company carrying voting rights, have attended the AGM. A Shareholders or their proxies, holding an aggregate of 101,321,791 A Shares, which represented approximately 73.213156% of the total number of A Shares carrying voting rights, have attended the A Shareholders' Class Meeting. H Shareholders or their proxies, holding an aggregate of 5,367,259 H Shares, which represented approximately 16.316287% of the total number of H Shares carrying voting rights, have attended the H Shareholders' Class Meeting.

## THE POLL RESULTS OF AGM

The poll results of the AGM were as follows:

Ordinary Resolutions			Number of Votes (approximate %)		
			For	Against	Abstain
1	To consider and approve the work report of the Board for 2022.		106,688,850 99.999813%	0 0.000000%	200 0.000187%
2	To consider and approve the work report of the Supervisory Committee for 2022.		106,688,850 99.999813%	0 0.000000%	200 0.000187%
3	To consider and approve the financial report of the Company for 2022.		106,688,850 99.999813%	0 0.000000%	200 0.000187%
4	To consider and approve the profit distribution plan of the Company for 2022.	Total	106,688,850 99.999813%	0 0.000000%	200 0.000187%
		Among which, Shares with voting rights held by minority A Shareholders attending the meeting	5,403,143 99.996299%	0 0.000000%	200 0.003701%
5	To consider and approve the remuneration plan of the Directors and Supervisors for 2023.	Total	106,688,850 99.999813%	0 0.000000%	200 0.000187%
		Among which, Shares with voting rights held by minority A Shareholders attending the meeting	5,403,143 99.996299%	0 0.000000%	200 0.003701%
6	To consider and approve the resolution on the appointment of the auditors for the financial report of the Company and the internal control auditor for 2023.	Total	106,688,250 99.999250%	600 0.000563%	200 0.000187%
		Among which, Shares with voting rights held by minority A Shareholders attending the meeting	5,403,143 99.996299%	0 0.000000%	200 0.003701%

Ordinary Resolutions			Number of Votes (approximate %)		
			For	Against	Abstain
7	To consider and approve the resolution on the purchase of liability insurance for Directors, Supervisors and senior management.	Total	106,680,950 99.992408%	7,900 0.007405%	200 0.000187%
		Among which, Shares with voting rights held by minority A Shareholders attending the meeting	5,403,143 99.996299%	0 0.000000%	200 0.003701%
Special Resolution			Number of Votes (approximate %)		
			For	Against	Abstain
8	To consider and approve the proposal on granting a general mandate to the Board to repurchase the H Shares.	Total	106,688,850 99.999813%	0 0.000000%	200 0.000187%
		Among which, Shares with voting rights held by minority A Shareholders attending the meeting	5,403,143 99.996299%	0 0.000000%	200 0.003701%

*Notes:*

- (1) For details of the aforesaid resolutions, please refer to the Notice of AGM and the Circular.
- (2) According to the relevant laws and regulations in the PRC, the voting of the minority A Shareholders on the aforesaid resolutions (4) to (8) were calculated separately at the AGM. “Minority A Shareholders” refers to the A Shareholders who individually or in aggregate hold less than 5% of the Shares of the Company, excluding the Directors, Supervisors and senior management of the Company who hold Shares of the Company. Percentage of votes for/against each resolution or abstention votes of the minority A Shareholders equals to (i) the number of Shares voting for/against or abstaining from each resolution by the minority A Shareholders, divided by (ii) the total number of Shares with voting rights by the minority A Shareholders present at the AGM.

As more than half of the votes were cast in favour of the ordinary resolutions (1) to (7) set out above at the AGM, all such resolutions were duly passed as ordinary resolutions of the Company. As more than two-thirds of the votes were cast in favour of the special resolution (8) set out above at the AGM, such resolution was duly passed as the special resolution of the Company.

## THE POLL RESULT OF A SHAREHOLDERS’ CLASS MEETING

The poll results of the A Shareholders’ Class Meeting were as follows:

Special Resolution			Number of Votes (approximate %)		
			For	Against	Abstain
1.	To consider and approve the proposal on granting a general mandate to the Board to repurchase the H Shares.	Total	101,321,591 99.999803%	0 0.000000%	200 0.000197%
		Among which, Shares with voting rights held by minority A Shareholders attending the meeting	5,403,143 99.996299%	0 0.000000%	200 0.003701%

*Note:*

- (1) According to the relevant laws and regulations in the PRC, the voting of the minority A Shareholders on the aforesaid resolution (1) was calculated separately at the A Shareholders' Class Meeting. "Minority A Shareholders" refers to the A Shareholders who individually or in aggregate hold less than 5% of the Shares of the Company, excluding the Directors, Supervisors and senior management of the Company who hold Shares of the Company. Percentage of votes for/against each resolution or abstention votes of the minority A Shareholders equals to (i) the number of Shares voting for/against or abstaining from each resolution by the minority A Shareholders, divided by (ii) the total number of Shares with voting rights by the minority A Shareholders present at the A Shareholders' Class Meeting.

As more than two-thirds of the votes were cast in favour of the special resolution proposed at the A Shareholders' Class Meeting, the special resolution proposed at the A Shareholders' Class Meeting was duly passed.

## **THE POLL RESULT OF H SHAREHOLDERS' CLASS MEETING**

The poll results of the H Shareholders' Class Meeting were as follows:

<b>Special Resolution</b>		<b>Number of Votes (approximate %)</b>		
		<b>For</b>	<b>Against</b>	<b>Abstain</b>
1.	To consider and approve the proposal on granting a general mandate to the Board to repurchase the H Shares.	5,367,259 100.000000%	0 0.000000%	0 0.000000%

*Note:*

- (1) For details of the aforesaid resolution, please refer to the Notice of H Shareholders' Class Meeting and the Circular.

As more than two-thirds of the votes were cast in favour of the special resolution proposed at the H Shareholders' Class Meeting, the special resolution proposed at the H Shareholders' Class Meeting was duly passed.

## **WITNESSING BY LAWYER**

Allbright Law Offices has witnessed the AGM, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting, and is of the opinion that the convening and holding procedures, the eligibility of the convener and attendees, the voting procedures of the AGM, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting conform to the requirements under the Company Law of the PRC and other laws and regulations and the Articles of Association; and that the results of the Meetings are both legitimate and valid.

## DISTRIBUTION OF FINAL DIVIDEND FOR 2022

The Company's Profit Distribution Plan for 2022 was approved by the Shareholders at the AGM. The Company will distribute a final dividend of RMB0.40 (tax inclusive) per Share for the year ended December 31, 2022 (the **"Final Dividend"**) to the H Shareholders whose names appear on the register of members of the Company on Tuesday, July 11, 2023. In order to determine the entitlement of the H Shareholders to the proposed Final Dividend, the register of members of the Company will be closed from Thursday, July 6, 2023 to Tuesday, July 11, 2023, both days inclusive, during which period no transfer of H Shares will be registered. To qualify to receive the Final Dividend, H Shareholders whose transfer of Shares has not been registered must lodge all transfer instruments accompanied by the relevant share certificates with the Company's H share 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 for registration at or before 4:30 p.m. on Wednesday, July 5, 2023.

Pursuant to the Articles of Association, the Final Dividend are denominated and distributed in RMB. The Final Dividend distributed to H Shareholders are paid in Hong Kong Dollars. The relevant exchange rate shall be the average central parity rate of foreign exchange published by the People's Bank of China within five business days prior to the date of Final Dividend distribution announced by the AGM, being HK\$1.00: RMB0.907138, representing a final dividend of HK\$0.441 (tax inclusive) payable per H Share.

The Company has appointed Computershare Hong Kong Trustees Limited as the Hong Kong Receiving Agent (the **"Receiving Agent"**) to receive the Final Dividend distributed by the Company on behalf of the H Shareholders. The Final Dividend will be paid by the Receiving Agent and the relevant dividend warrants will be sent out by way of ordinary post by Computershare Hong Kong Investor Services Limited, the Company's H share registrar, on or before August 11, 2023 to the H Shareholders entitled to receive the Final Dividend at the H Shareholders' own risk.

The Company will publish a separate announcement on the Shanghai Stock Exchange regarding the payment of the Final Dividend to the A Shareholders after the AGM.

## WITHHOLDING AND PAYMENT OF DIVIDEND TAX

In accordance with the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》) and its implementation rules effective on January 1, 2008, where a PRC domestic enterprise distributes dividends for financial periods beginning from January 1, 2008 to non-resident enterprise shareholders, it is required to withhold 10% enterprise income tax for such non-resident enterprise shareholders. Therefore, the Company will, after withholding 10% of the final dividend as enterprise income tax, distribute the final dividend to non-resident enterprise shareholders, i.e. any shareholders who hold the Company's shares in the name of non-individual shareholders, including but not limited to HKSCC Nominees Limited, other nominees, trustees, or holders of H Shares registered in the name of other organizations and groups.

According to regulations by the State Administration of Taxation (Guo Shui Han [2011] No. 348) (《國家稅務總局國稅函[2011]348號》) and relevant laws and regulations, if the individual holders of H shares are residents of Hong Kong or Macau or those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of these shareholders. However, if otherwise provided by tax laws, relevant tax treaties or notices, the tax will be withheld in accordance with the relevant requirements and tax levy and administration requirements.



According to the requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shanghai-Hong Kong Stock Connect published by the Ministry of Finance, the State Administration of Taxation and the CSRC (Cai Shui [2014] No. 81) (《財政部、國家稅務總局、中國證監會關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)), H-share companies shall withhold an individual income tax at the rate of 20% on dividends from the H shares of the company invested by mainland individual investors on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds from investment through the Shanghai-Hong Kong Stock Connect, the tax payable shall be the same as that for above individual investors. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland enterprise investors from investment through the Shanghai-Hong Kong Stock Connect, H-share companies shall not withhold income tax of dividends, and mainland enterprise investors shall report and pay the tax amount by themselves. In particular, the dividends received by resident enterprises in mainland which hold H shares for at least 12 consecutive months shall be exempted from enterprise income tax according to law.

According to the requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shenzhen-Hong Kong Stock Connect published by the Ministry of Finance, the State Administration of Taxation and the CSRC (Cai Shui [2016] No. 127) (《財政部、國家稅務總局、中國證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), H-share companies shall withhold an individual income tax at the rate of 20% on dividends from the H shares of the company invested by mainland individual investors on the Hong Kong Stock Exchange through the Shenzhen-Hong Kong Stock Connect. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds from investment through the Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for above individual investors. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland enterprise investors from investment through the Shenzhen-Hong Kong Stock Connect, H-share companies shall not withhold income tax of dividends, and mainland enterprise investors shall report and pay the tax amount by themselves. In particular, the dividends received by resident enterprises in mainland which hold H shares for at least 12 consecutive months could be exempted from enterprise income tax according to law.

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

Shanghai, the PRC, June 12, 2023

*As at the date of this announcement, the executive Directors are Dr. Hou Yongtai, Mr. Wu Jianying, Ms. Chen Yiyi and Mr. Tang Minjie; the non-executive Directors are Ms. You Jie and Mr. Huang Ming; and the independent non-executive Directors are Mr. Guo Yongqing, Mr. Jiang Zhihong, Mr. Su Zhi, Mr. Yang Yushe and Mr. Zhao Lei.*

\* For identification purpose only