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Innovent

信達生物製藥

INNOVENT BIOLOGICS, INC.

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1801)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON JUNE 12, 2020

Reference is made to the circular (the “**Circular**”) of Innovent Biologics, Inc. (the “**Company**”) incorporating, amongst others, the notice (the “**Notice**”) of extraordinary general meeting of the Company (the “**EGM**”) dated May 28, 2020. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the EGM held on June 12, 2020, all the proposed resolutions as set out in the Notice were duly passed by way of poll and the poll results were as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1(a).	To approve and confirm the conditional grant of restricted shares to Dr. De-Chao Michael Yu (“ Dr. Yu ”) in accordance with the terms of the restricted share plan adopted by the Company on October 15, 2018 (the “ RS Plan ”), subject to all applicable laws, rules, regulations and the applicable award agreement (the “ Proposed Grant to Dr. Yu ”)	601,719,158 72.695653%	226,004,559 27.304347%
1(b).	To authorize any one or more of the directors of the Company, with the exception of Dr. Yu, to exercise the powers of the Company to allot, issue and deal with the ordinary shares of the Company (the “ Shares ”) pursuant to the Proposed Grant to Dr. Yu under the specific mandate granted to the Directors by the shareholders of the Company (the “ Shareholders ”) at the extraordinary general meeting of the Company held on October 15, 2018 in accordance with the terms of the RS Plan (the “ 2018 RS Plan Specific Mandate ”), such that the restricted shares shall rank pari passu in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in 1(a) above	601,868,328 72.713674%	225,855,389 27.286326%

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
2(a).	To approve and confirm the conditional grant of restricted shares to Mr. Ronald Hao Xi Ede (“ Mr. Ede ”) in accordance with the terms of RS Plan, subject to all applicable laws, rules, regulations and the applicable award agreement (the “ Proposed Grant to Mr. Ede ”)	601,719,158 72.695653%	226,004,559 27.304347%
2(b).	To authorize any one or more of the directors of the Company, with the exception of Mr. Ede, to exercise the powers of the Company to allot, issue and deal with the Shares pursuant to the Proposed Grant to Mr. Ede under the 2018 RS Plan Specific Mandate, such that the restricted shares shall rank pari passu in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in 2(a) above	601,868,328 72.713674%	225,855,389 27.286326%
3(a).	To approve and confirm the conditional grant of restricted shares to Dr. Charles Leland Cooney (“ Dr. Cooney ”) in accordance with the terms of RS Plan, subject to all applicable laws, rules, regulations and the applicable award agreement (the “ Proposed Grant to Dr. Cooney ”)	601,690,158 72.692149%	226,033,559 27.307851%
3(b).	To authorize any one or more of the directors of the Company, with the exception of Dr. Cooney, to exercise the powers of the Company to allot, issue and deal with the Shares pursuant to the Proposed Grant to Dr. Cooney under the 2018 RS Plan Specific Mandate, such that the restricted shares shall rank pari passu in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in 3(a) above	601,839,328 72.710171%	225,884,389 27.289829%
4(a).	To approve and confirm the conditional grant of restricted shares to Ms. Joyce I-Yin Hsu (“ Ms. Hsu ”) in accordance with the terms of RS Plan, subject to all applicable laws, rules, regulations and the applicable award agreement (the “ Proposed Grant to Ms. Hsu ”)	601,690,158 72.692149%	226,033,559 27.307851%

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
4(b).	To authorize any one or more of the directors of the Company, with the exception of Ms. Hsu, to exercise the powers of the Company to allot, issue and deal with the Shares pursuant to the Proposed Grant to Ms. Hsu under the 2018 RS Plan Specific Mandate, such that the restricted shares shall rank pari passu in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in 4(a) above	601,839,328 72.710171%	225,884,389 27.289829%
5(a).	To approve and confirm the conditional grant of restricted shares to Dr. Kaixian Chen (“ Dr. Chen ”) in accordance with the terms of RS Plan, subject to all applicable laws, rules, regulations and the applicable award agreement (the “ Proposed Grant to Dr. Chen ”)	601,690,158 72.692149%	226,033,559 27.307851%
5(b).	To authorize any one or more of the directors of the Company, with the exception of Dr. Chen to exercise the powers of the Company to allot, issue and deal with the Shares pursuant to the Proposed Grant to Dr. Chen under the 2018 RS Plan Specific Mandate, such that the restricted shares shall rank pari passu in all respects among themselves and with the existing Shares in issue at the date of the allotment and issuance of the restricted shares, and to take such actions, do such things, which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in 5(a) above	601,839,328 72.710171%	225,884,389 27.289829%

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
6(a).	To approve and adopt, conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of and permission to deal in the number of shares representing 5% of the total number of the issued share capital of the Company as at June 12, 2020, being the date of adoption of the 2020 RS Plan (as defined below) (the “ 2020 RS Plan Limit ”) of the Company, to be issued pursuant to the vesting of restricted shares granted under the 2020 RS Plan (as defined below) (the “ 2020 RS Plan Listing Approval ”), the rules of the new restricted share plan (“ 2020 RS Plan ”) of the Company (a copy of which has been submitted to the meeting and signed by the Chairman of the meeting for the purpose of identification) as a restricted share scheme of the Company; and to authorize the directors of the Company, at their absolute discretion, to grant restricted shares thereunder and to allot and issue shares of the Company pursuant to the vesting of restricted shares	601,719,158 72.695653%	226,004,559 27.304347%
6(b).	To grant, conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the 2020 RS Plan Listing Approval and the passing of resolution 6(a), the directors of the Company a specific mandate to allot and issue up to such number of Shares represented by the 2020 RS Plan Limit pursuant to the 2020 RS Plan and the articles of association of the Company and for the purpose of distribution of Shares pursuant to the 2020 RS Plan, provided that this specific mandate shall be in addition to, and shall not prejudice or revoke any existing or such other general or special mandates which may from time to time be granted to the directors of the Company prior to the passing of this resolution	601,868,328 72.713674%	225,855,389 27.286326%

By order of the Board
Innovent Biologics, Inc.
Dr. De-Chao Michael Yu
Chairman and Executive Director

Hong Kong, China, June 12, 2020

Notes:

- (a) As at the date of the EGM, the total number of shares of the Company in issue was 1,343,048,210 shares.
- (b)
 - (i) As at the date of EGM, Dr. Yu and his associates, namely Gloria Bingqinzi Yu (as trustee of the Yu Tong Family Irrevocable Trust), are holding an aggregate of 115,139,190 shares of the Company. Dr. Yu and his associates were required to and had abstained from voting on the above proposed resolutions numbered 1(a) and 1(b) in relation to the Proposed Grant to Dr. Yu and transactions contemplated therein at the EGM in accordance with the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).
 - (ii) As at the date of EGM, Mr. Ede and his associates are holding an aggregate of 9,539,040 shares of the Company. Mr. Ede and his associates were required to and had abstained from voting on the above proposed resolutions numbered 2(a) and 2(b) in relation to the Proposed Grant to Mr. Ede and transactions contemplated therein at the EGM in accordance with the Listing Rules.
 - (iii) As at the date of EGM, Dr. Conney and his associates are holding an aggregate of 39,090 shares of the Company. Dr. Conney and his associates were required to and had abstained from voting on the above proposed resolutions numbered 3(a) and 3(b) in relation to the Proposed Grant to Dr. Cooney and transactions contemplated therein at the EGM in accordance with the Listing Rules.
- (c) Save as disclosed above, there were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the EGM as set out in rule 13.40 of the Listing Rules and no shareholders of the Company were required under the Listing Rules to abstain from voting on the resolutions proposed at the EGM. No parties have stated their intention in the Company’s Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.
- (d) Accordingly, the total number of shares of the Company entitling the holders to attend and vote on the resolutions numbered 1(a) and 1(b) at the EGM was 1,227,909,020 shares; the total number of shares of the Company entitling the holders to attend and vote on the resolutions numbered 2(a) and 2(b) at the EGM was 1,333,509,170 shares; the total number of shares of the Company entitling the holders to attend and vote on the resolutions numbered 3(a) and 3(b) at the EGM was 1,343,009,120 shares; the total number of shares of the Company entitling the holders to attend and vote on the resolutions numbered 4 to 6 at the EGM was 1,343,048,210 shares.
- (e) The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

As at the date of this announcement, the Board comprises Dr. De-Chao Michael Yu as Chairman and Executive Director and Mr. Ronald Hao Xi Ede as Executive Director, Mr. Shuyun Chen as Non-executive Director, and Dr. Charles Leland Cooney, Ms. Joyce I-Yin Hsu and Dr. Kaixian Chen as Independent Non-executive Directors.