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## **SciClone Pharmaceuticals (Holdings) Limited**

**賽生藥業控股有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6600)**

### **ANNOUNCEMENT PURSUANT TO RULE 3.8 OF THE TAKEOVERS CODE**

This announcement is made by SciClone Pharmaceuticals (Holdings) Limited (the “**Company**”) pursuant to Rule 3.8 of The Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”).

Reference is made to the (i) option incentive plan approved and adopted by the Company on 24 June 2018; and (ii) the offer document of the Company dated 27 January 2023 in relation to, among other things, the Offer and the Whitewash Waiver (the “**Offer Document**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Offer Document.

### **UPDATE ON THE NUMBER OF RELEVANT SECURITIES OF THE COMPANY**

The Board wishes to announce that on 1 February 2023, 45,000 new Shares were allotted and issued pursuant to the exercise by an employee of the Group of 45,000 Share Options granted under the Option Incentive Plan at the exercise price of HK\$2.0462.

Details of all classes of relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) issued by the Company and the numbers of such securities in issue as at the date of this announcement are as follows:

- (a) a total of 694,431,763 Shares;
- (b) a total of 31,988,442 Share Options (all of which are vested) with rights to subscribe for an aggregate of 31,988,442 Shares under the Option Incentive Plan; and
- (c) a total of 21,510,070 Share Options (1,467,820 of which are vested) with rights to subscribe for an aggregate of 21,510,070 Shares under the Post-IPO Option Plan.

As at the date of this announcement, save as disclosed above, the Company has no outstanding securities, options, derivatives or warrants which are convertible or exchangeable into Shares and the Company has no other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code).

## **DEALINGS DISCLOSURE**

The associates (as defined under the Takeovers Code) of the Company are hereby reminded to disclose their dealings in any securities of the Company pursuant to the Takeovers Code. In accordance with Rule 3.8 of the Takeovers Code, the full text of Note 11 to Rule 22 of the Takeovers Code is reproduced below:

*“Responsibilities of stockbrokers, banks and other intermediaries*

*Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates of an offeror or the offeree company and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

**Shareholders and potential investors should note that the Offer is subject to all of the Conditions being fulfilled in full. If the Whitewash Waiver is not granted by the Executive, or if the resolutions to approve the Offer and the Whitewash Waiver are not passed by the Independent Shareholders, the Offer will not proceed and will immediately lapse. Shareholders and potential investors are advised to exercise caution when dealing in the Shares and should consult their professional advisers when in doubt.**

By order of the Board  
**SciClone Pharmaceuticals (Holdings) Limited**  
**ZHAO Hong**  
*Executive Director, Chief Executive Officer and President*

Hong Kong, 1 February 2023

*As at the date of this announcement, the Board comprises Mr. Zhao Hong as executive Director, Mr. Li Zhenfu, Dr. Daniel Luzius Vasella, Ms. Lin Shirley Yi-Hsien, Mr. Shi Cen and Ms. Wang Haixia as non-executive Directors, and Dr. Liu Guoen, Dr. Chen Ping, Mr. Gu Alex Yushao and Ms. Wendy Hayes as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*\* for identification purpose only*