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## 上海復旦張江生物醫藥股份有限公司

**Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd.\***

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

**(Stock code:1349)**

### **DISCLOSEABLE TRANSACTION SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCTS**

#### **SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCTS**

The Company recently entered into the Industrial and Commercial Bank of China Structured Deposit Product Agreement with Industrial and Commercial Bank of China and agreed to subscribe for a structured deposit product with a total amount of RMB150 million by using its self-owned idle funds generated from daily operation.

#### **IMPLICATIONS UNDER THE LISTING RULES**

The transaction under the Industrial and Commercial Bank of China Structured Deposit Products Agreement shall be aggregated in accordance with Rule 14.22 of the Listing Rules. When entering into the Industrial and Commercial Bank of China Structured Deposit Product Agreement with respect to the aggregate of the total subscription amount of the products under the Industrial and Commercial Bank of China Structured Deposit Products Agreement, one or more of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) exceeds 5% but all of the ratios are below 25%. As such, the transaction constitute discloseable transaction of the Company and are subject to the reporting and announcement requirements but are exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

#### **SUMMARY**

The Company recently entered into the Industrial and Commercial Bank of China Structured Deposit Product Agreement with Industrial and Commercial Bank of China and agreed to subscribe for a structured deposit product with a total amount of RMB150 million by using its self-owned idle funds generated from daily operation.

# THE INDUSTRIAL AND COMMERCIAL BANK OF CHINA STRUCTURED DEPOSIT PRODUCTS AGREEMENT

The major terms of the structured deposit products agreement entered into by the Company with Industrial and Commercial Bank of China are set out below:

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|--|--|--|
| <b>Products effective date:</b>  | 2 June 2023  |  |
| <b>Parties:</b>  | (1) The Company; and<br>(2) Industrial and Commercial Bank of China  |  |
| <b>Product name:</b>   | ICBC accumulated exchange rate range linked legal person Renminbi structured deposit product (中國工商銀行掛鉤匯率區間累計型法人人民幣結構性存款產品)   |  |
| <b>Type of investment return of the product:</b>                                 | Principal-guaranteed with floating return  |  |
| <b>Risk level assessment by Industrial and Commercial Bank of China:</b>         | PR1 (very low)   |  |
| <b>Term of the product:</b>  | 27 days  |  |
| <b>Principal amount of the subscription and expected annualized return rate:</b> | <b>Principal</b><br>RMB150 million   | <b>Range of expected annualized return rate</b><br>0.95%-2.94% |
| <b>Deposit link and return calculation:</b>                                      | The products under the Industrial and Commercial Bank of China Structured Deposit Product Agreement is subscribed by the Company using its self-owned idle funds generated from daily operation.   |  |
|  | The subscription amount $\times$ actual annualized return rate $\times$ actual investment days/365   |  |
|  | The linked indicator under the Industrial and Commercial Bank of China Structured Deposit Product Agreement is the daily central parity rate of USD/JPY as shown on the BFIX Bloomberg as at 3:00 pm Tokyo Time. The observation period is from 2 June 2023 to 27 June 2023 (both days inclusive). The observation range is 460 base points above and below the central parity rate of USD/JPY as shown on BFIX Bloomberg as at 3:00 pm Tokyo Time on 2 June 2023. |  |
|  | The actual annualised return rate will be calculated by: $0.95\% + 1.99\% \times N/M$ , with N being the actual number of days on which the linked indicator is within the observation range, and M being the actual number of dates of the observation period.  |  |
| <b>Termination and redemption:</b>   | The agreement shall be performed within the agreed period and the Company has no right of early termination or redemption. Industrial and Commercial Bank of China has the right of early termination due to force majeure or in the interest of the investing public.   |  |

## **REASONS FOR AND BENEFITS OF THE SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCTS**

The Company's subscription of the structured deposit products by reasonable and effective use of certain portion of its temporary idle funds is beneficial for enhancing the overall capital gain of the Group, which is consistent with the core objectives of the Company to safeguard its capital and ensure liquidity. It is expected that the impact of risk factors in connection with the expected return of the above-mentioned structured deposit products is low, while the Group can enjoy a higher return compared with fixed term deposits in commercial banks in the PRC.

The Directors (including the independent non-executive Directors) are of the view that the above-mentioned Industrial and Commercial Bank of China Structured Deposit Products Agreement is made on normal commercial terms, are fair and reasonable and in the interest of the Company and its shareholders as a whole.

## **IMPLICATIONS UNDER THE LISTING RULES**

The transaction under the Industrial and Commercial Bank of China Structured Deposit Products Agreement shall be aggregated in accordance with Rule 14.22 of the Listing Rules. When entering into the Industrial and Commercial Bank of China Structured Deposit Product Agreement with respect to the aggregate of the total subscription amount of the products under the Industrial and Commercial Bank of China Structured Deposit Products Agreement, one or more of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) exceeds 5% but all of the ratios are below 25%. As such, the transaction constitute discloseable transaction of the Company and are subject to the reporting and announcement requirements but are exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

## **GENERAL INFORMATION**

The Company is a bio-pharmaceutical company that is principally engaged in the innovative research and development, production and manufacture and sales of bio drugs.

Industrial and Commercial Bank of China is a licensed bank established under the laws of the PRC and principally engages in the provision of corporate and personal banking and other financial services. Its A shares and H shares are listed on the Shanghai Stock Exchange (stock code: 601398) and the Main Board of the Stock Exchange (stock code: 1398), respectively.

The Directors, after making all reasonable inquiries, to the best of their knowledge and belief, each of Industrial and Commercial Bank of China and its ultimate beneficial owner is a third party independent of the Company and its connected persons.

## DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings:

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|--|---|
| “Board”  | the board of directors of the Company   |
| “Company”  | 上海復旦張江生物醫藥股份有限公司 (Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co. Ltd.*), a joint stock company incorporated in the PRC with A shares listed on STAR Market of Shanghai Stock Exchange and H shares listed on the Main Board of the Stock Exchange |
| “Director(s)”  | the director(s) of the Company  |
| “Group”  | the Company and/or its subsidiaries   |
| “Hong Kong”  | the Hong Kong Special Administrative Region of the People’s Republic of China   |
| “Listing Rules”  | the Rules Governing the Listing of Securities on the Stock Exchange   |
| “Industrial and Commercial Bank of China”                                      | Industrial and Commercial Bank of China Limited (中國工商銀行股份有限公司)  |
| “Industrial and Commercial Bank of China Structured Deposit Product Agreement” | the structured deposit product agreement entered into by the Company and Industrial and Commercial Bank of China, pursuant to which, the Company agreed to subscribe for structured deposit product with an amount of RMB150 million                |
| “PRC”  | the People’s Republic of the PRC, for the purpose of this announcement, excluding Hong Kong, Macau Special Administrative Region and Taiwan region  |
| “RMB”  | Renminbi, the lawful currency of the PRC  |
| “Stock Exchange”   | The Stock Exchange of Hong Kong Limited   |

By Order of the Board  
**Zhao Da Jun**  
*Chairman*

As at the date on the publication of this announcement, the Board comprises:

Mr. Zhao Da Jun (Executive Director)

Ms. Xue Yan (Executive Director)

Mr. Shen Bo (Non-executive Director)

Ms. Yu Xiao Yang (Non-executive Director)

Mr. Wang Hong Guang (Independent Non-executive Director)

Mr. Lam Siu Wing (Independent Non-executive Director)

Mr. Xu Pei Long (Independent Non-executive Director)

Shanghai, the PRC

2 June 2023

*\* For identification purpose only*