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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)

ANNOUNCEMENT IN RELATION TO AMENDMENTS TO THE ARTICLES OF ASSOCIATION

References are made to the circular and the supplemental circular of the 2020 annual general meeting, the class meeting of the holders of H Shares and the class meeting of the holders of A Shares of Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd.* (the "**Company**") dated 16 April 2021 and 7 May 2021, and the announcement of the poll results of the 2020 annual general meeting, the class meeting of the holders of H Shares and the class meeting of the holders of A Shares of the Company dated 27 May 2021, which, among others, authorised the board of directors of the Company (the "**Board**") to execute matters relating to the 2021 restricted share incentive scheme of the Company (the "**2021 Restricted Share Incentive Scheme**"), including making the necessary amendments to the articles of association of the Company (the "**Articles**").

On 11 May 2023, the Company completed share registration procedure and issued 7,572,100 A Shares pursuant to the first attribution of the first grant under the 2021 Restricted Share Incentive Scheme (the "**Attribution**"). The total number of shares of the Company increased from 1,029,000,000 to 1,036,572,100 and the registered capital of the Company increased from RMB102,900,000 to RMB103, 657, 210. For more details, please refer to the Company's overseas regulatory announcements dated 22 July 2021, 27 April 2023 and 12 May 2023 and the next day return submitted by the Company on 12 May 2023.

Upon completion of the Attribution, the share capital structure of the Company is as follows:

Classes of shares	Before cancellation		After cancellation	
	Number of shares (shares)	Percentage to the total number of shares (%)	Number of shares (shares)	Percentage to the total number of shares (%)
Total number of A shares	703,000,000	68.32	710,572,100	68.55
Total number of H shares	326,000,000	31.68	326,000,000	31.45
Total number of shares	1,029,000,000	100.00	1,036,572,100	100.00

In view of the change in the total share capital and registered capital of the Company, the Board considered and approved to make corresponding amendments to the Articles in respect of the total share capital, share capital structure and registered capital of the Company (“**Amendments to the Articles**”). As approved by the shareholders at the annual general meeting held on 27 May 2021, the Board was authorised to carry out the relevant business registration and filing procedures and the Amendments to the Articles which give effect to the Attribution. Therefore, the Amendments to the Articles are not required to be submitted to the general meeting of the Company for consideration and approval.

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
 6 July 2023

** For identification purpose only*