

Hepalink

SHENZHEN HEPALINK PHARMACEUTICAL GROUP CO., LTD.
(深圳市海普瑞藥業集團股份有限公司)

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 9989)

ANNOUNCEMENT
RE-ELECTION OF DIRECTORS OF THE FIFTH SESSION
OF THE BOARD
RE-ELECTION OF SUPERVISORS OF
THE FIFTH SESSION OF THE SUPERVISORY COMMITTEE
AND
AMENDMENT OF THE ARTICLES OF ASSOCIATION

A meeting of the board of directors (the “**Board**”) of Shenzhen Hepalink Pharmaceutical Group Co., Ltd. (the “**Company**”) was convened on July 31, 2020, at which, among others, the resolutions regarding (i) the re-election of directors of the fifth session of the Board and (ii) amendment of the articles of association of the Company (the “**Articles of Association**”) were considered and approved. A meeting of the supervisory committee of the Company (the “**Supervisor Committee**”) was also convened on July 31, 2020, at which, among others, a resolution regarding the re-election of supervisors of the fifth session of the Supervisory Committee was considered and approved.

The Board hereby announces that:

I. RE-ELECTION OF DIRECTORS OF THE FIFTH SESSION OF THE BOARD

Pursuant to Article 139 of the Articles of Association, the Board shall be elected at general meetings for a term of three years, which is renewable upon re-election when it expires. The Board has considered and resolved on July 31, 2020 to re-elect Mr. Li Li (“**Mr. Li**”), Ms. Li Tan (“**Ms. Li**”), Mr. Shan Yu (“**Mr. Shan**”), Mr. Sun Xuan (“**Mr. Sun**”) and Mr. Bu Haihua (“**Mr. Bu**”) as non-independent directors of the fifth session of the Board, and Dr. Lu Chuan, Mr. Chen Junfa and Mr. Wang Zhaohui as independent non-executive directors of the fifth session of the Board.

The director candidates are currently directors of the Company. They will officially assume office when the resolution on election of the fifth session of the Board is considered and approved at the 2020 third extraordinary general meeting of the Company (the “**EGM**”), at which the fifth session of the Board will be established, with a term of office of 3 years expiring when the term of the fifth session of the Board ends, subject to retirement by rotation and re-election at the general meetings pursuant to the Articles of Association.

The biographical details of the director candidates to be re-elected at the EGM will be disclosed in a circular to be despatched to the shareholders.

Save as disclosed in the prospectus of the Company dated June 24, 2020 (the “**Prospectus**”), none of the director candidates held any other positions of the Company or its subsidiaries, nor did they hold any directorships in any other public companies within the three years prior to the date of their appointments, of which the securities are listed on any securities market in Hong Kong or overseas and nor did they have other major appointments and professional qualifications.

To the best knowledge of the Company, save as disclosed in the Prospectus, the director candidates do not have any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company, and do not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and have not been subject to any disciplinary action by the China Securities Regulatory Commission (the “**CSRC**”) or any other relevant authorities or The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock E change**”).

Save as disclosed in the Prospectus, there is no other information required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the

II. RE-ELECTION OF SUPERVISORS OF THE FIFTH SESSION OF THE SUPERVISORY COMMITTEE

Pursuant to Article 184 of the Articles of Association, the supervisors who are persons other than employees' representatives of the Company shall be elected at general meetings for a term of three years, which is renewable upon re-election when it expires. The Supervisory Committee has considered and resolved to re-elect Mr. Zheng Zehui (“**Mr. Zheng**”) and Ms. Tang Haijun (“**Ms. Tang**”), as candidates for the supervisors of the fifth session of the Supervisory Committee.

An ordinary resolution will be proposed at the EGM by Supervisory Committee to consider and approve the appointment of each supervisor candidate listed above.

Mr. Zheng and Ms. Tang are currently supervisors of the Company. They will officially assume office when the resolution on election of the candidate is passed.

The fifth session of the Supervisory Committee will consist of Mr. Zheng, Ms. Tang and one employee representative supervisor. The employee supervisor shall be democratically elected at the employee representatives' general meeting of the Company and the election is not subject to the shareholders' approval. The Company will publish an announcement when relevant resolution is passed by the employee representatives' general meeting and takes effect.

III. AMENDMENT OF THE ARTICLES OF ASSOCIATION

The Board proposes to amend to the Articles of Association as follows:

Existing Terms of the Articles of Association	Proposed Amendments to the Articles of Association
<p>Article 51 Change of the register of shareholders arising from share transfer shall not be registered within 30 days before convening of a Shareholders' general meeting or within 5 days prior to the record date for the purpose of dividend allocation by the Company.</p>	<p>Article 51 <u>Where laws, administrative regulations, departmental rules, normative documents, the relevant stock exchange, here the Company's shares are listed or regulators stipulate on the period of closure of the register of members prior to a general meeting or the record date set by the Company for the purpose of distribution of dividends, such provisions shall prevail.</u></p>

<p>Article 97 A Shareholders' general meeting shall be convened by the Board of Directors, and chaired by the chairman of the Board. In the event that the chairman is incapable of performing or is not performing his/her duties, the meeting shall be presided over by the vice chairman. In the event that the vice chairman is incapable of performing or is not performing his/her duties, a director jointly nominated by half or more of the directors shall preside over the meeting.</p> <p>A Shareholders' general meeting convened by the Supervisory Committee shall be chaired by the chairman of the Supervisory Committee. Where the chairman of the Supervisory Committee is incapable of performing or is not performing his/her duties, a supervisor jointly recommended by more than one half of the supervisors shall chair the meeting.</p> <p>A Shareholders' general meeting convened by the shareholders themselves shall be chaired by a representative elected by the convener. If for any reason the convener fails to elect a chairperson, the shareholder (including proxy thereof) holding the most voting shares thereat shall chair the meeting.</p> <p>When a Shareholders' general meeting is held and the chairperson violates the Articles of Association or rules of procedure for Shareholders' general meetings which makes it difficult for the Shareholders' general meeting to continue, a person may be elected at the Shareholders' general meeting to act as the chairperson, subject to the approval of more than half of the attending shareholders with voting rights.</p>	<p>Article 97 A Shareholders' general meeting shall be convened by the Board of Directors, and chaired by the chairman of the Board. In the event that the chairman is incapable of performing or is not performing his/her duties, the meeting shall be presided over by the vice chairman. In the event that the vice chairman is incapable of performing or is not performing his/her duties, a director jointly nominated by half or more of the directors shall preside over the meeting.</p> <p>A Shareholders' general meeting convened by the Supervisory Committee shall be chaired by the chairman of the Supervisory Committee. Where the chairman of the Supervisory Committee is incapable of performing or is not performing his/her duties, a supervisor jointly recommended by more than one half of the supervisors shall chair the meeting.</p> <p>A Shareholders' general meeting convened by the shareholders themselves shall be chaired by a representative elected by the convener. If for any reason the convener fails to elect a chairperson, the shareholder (including proxy thereof) holding the most voting shares thereat shall chair the meeting <u>(other than HKSCC Nominees)</u>.</p> <p>When a Shareholders' general meeting is held and the chairperson violates the Articles of Association or rules of procedure for Shareholders' general meetings which makes it difficult for the Shareholders' general meeting to continue, a person may be elected at the Shareholders' general meeting to act as the chairperson, subject to the approval of more than half of the attending shareholders with voting rights.</p>
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Save for the aforementioned articles, the contents of other articles in the Articles of Association remain unchanged.

The English version of the Articles of Association is an unofficial translation of the Chinese version. In the event of any inconsistency, the Chinese version shall prevail.

The proposed amendments to the Articles of Association are subject to the approval of the shareholders at the EGM by way of a special resolution.

IV. CIRCULAR

A circular containing, among other things, further details regarding the re-election of directors of the fifth session of the Board, the re-election of supervisors of the fifth session of the Supervisory Committee, the amendment of the Articles of Association and a notice of the EGM will be dispatched to the shareholders in due course.

By Order of the Board of Directors
Shenzhen Hepalink Pharmaceutical Group Co., Ltd.
Li Li
Chairman

Shenzhen, the PRC
July 31, 2020

As at the date of this announcement, the executive directors of the Company are Mr. Li Li, Ms. Li Tan, Mr. Shan Yu, Mr. Sun Xuan and Mr. Bu Haihua; and the independent non-executive directors of the Company are Dr. Lu Chuan, Mr. Chen Junfa and Mr. Wang Zhaohui.