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Shanghai Haohai Biological Technology Co., Ltd.*
上海昊海生物科技股份有限公司

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

(Stock code: 6826)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of Shanghai Haohai Biological Technology Co., Ltd. (the “Company”) will be held at 23/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC on Tuesday, February 14, 2017 at 10:00 a.m. to consider and, if thought fit, pass the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and, if thought fit, approve the further change in use of proceeds from the Global Offering.
2. To consider and, if thought fit, appoint Mr. Tang Minjie as an executive Director of the Third Session of the Board and to authorize the Board to do all such acts and things to give effect to such matters.

By order of the Board of
Shanghai Haohai Biological Technology Co., Ltd.
Hou Yongtai
Chairman

Shanghai, PRC
December 29, 2016

Notes:

1. Eligibility for attending the EGM and date of registration of members

In order to determine the shareholders who are entitled to attend the EGM, the register of members of Shares of the Company will be closed from Sunday, January 15, 2017 to Tuesday, February 14, 2017 (both days inclusive), during which time no transfer of Shares will be registered. For qualifying to attend and vote at the EGM, the shareholders of the Company whose transfer have not been registered must lodge all transfer instruments accompanied by the relevant share certificates with the Company's H Shares Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H Shares or the head office of the Company at 4/F, Block 2, Alley 139, Anshun Road Changning District, Shanghai, PRC (which will be relocated to 23/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC with effect from January 3, 2017) for holders of Domestic Shares for registration at or before 4:30 p.m. on Friday, January 13, 2017. Shareholders of the Company whose names appear on the register of members of the Company on Sunday, January 15, 2017 will be entitled to attend and vote at the EGM or any adjournment thereof.

2. Proxy

- 1) Each shareholder entitled to attend and vote at the EGM may appoint one or more proxies in writing to attend and vote at the meeting on his behalf. A proxy need not be a shareholder of the Company.
- 2) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorised attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign or other document of authorisation must be notarised.
- 3) To be valid, for holders of H Shares, the form of proxy and notarised power of attorney or other document of authorisation (if any) must be delivered to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for the EGM or any adjournment thereof (as the case may be). Completion and return of the proxy will not preclude shareholders from attending and vote at the meeting should they wish to do so.
- 4) To be valid, for holders of Domestic Shares, the form of proxy and notarised power of attorney or other document of authorisation (if any) must be delivered to the head office of the Company at 4/F, Block 2, Alley 139, Anshun Road, Changning District, Shanghai, PRC (which will be relocated to 23/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC with effect from January 3, 2017) not less than 24 hours before the time appointed for the EGM or any adjournment thereof (as the case may be). Completion and return of the proxy will not preclude shareholders from attending and vote at the meeting should they wish to do so.
- 5) Any voting at the EGM shall be taken by poll.

3. Registration procedures for attending the EGM

- 1) A shareholder or his proxy should present proof of identity when attending the EGM. If a shareholder is a legal person, its legal representative or other person authorised by the Board or other governing body of such shareholder may attend the EGM by providing a copy of the resolution of the Board or other governing body of such shareholder appointing such person to attend the meeting.
- 2) Shareholders of the Company intending to attend the EGM in person or by their proxies should complete and return the reply slip for attending the EGM to (a) the head office of the Company at 4/F, Block 2, Alley 139, Anshun Road, Changning District, Shanghai, PRC (which will be relocated to 23/F, WenGuang Plaza, No. 1386 Hongqiao Road, Changning District, Shanghai, PRC with effect from January 3, 2017) (for holders of Domestic Shares); (b) Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) on or before Wednesday, January 25, 2017.
- 3) A shareholder may return the above reply slip in person, by post or by facsimile to the head office of the Company (for holders of Domestic Shares) or the office of Computershare Hong Kong Investor Services Limited (for holders of H Shares).
- 4) Shareholders or proxies attending the EGM should state clearly, in respect of each resolution requiring a vote, whether they are voting for or against a resolution. Abstention from voting will not be regarded by the Company as having voting rights for the purpose of vote counts.

4. Voting method at the EGM

According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a shareholders' general meeting must be taken by poll. Accordingly, the chairman of the EGM will demand a poll in relation to all the proposed resolutions at the EGM.

5. Miscellaneous

- 1) The EGM is expected to take no more than half a day. Shareholders who attend the EGM shall bear their own travelling and accommodation expenses.
- 2) The address of the Company's H Share Registrar is:
Shops 1712-1716, 17th Floor, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong
- 3) The address and contact details of the head office of the Company is:
4/F, Block 2, Alley 139
Anshun Road, Changning District
Shanghai, PRC
(which will be relocated to
23/F, WenGuang Plaza,
No. 1386 Hongqiao Road, Changning District,
Shanghai, PRC with effect from January 3, 2017)
Telephone: (86) 021-52293555
Facsimile: (86) 021-52293558

As at the date of this announcement, the executive directors of the Company are Dr. Hou Yongtai, Mr. Wu Jianying, Mr. Huang Ming and Ms. Chen Yiyi; the non-executive directors of the Company are Ms. You Jie and Mr. Gan Renbao; and the independent non-executive directors of the Company are Mr. Chen Huabin, Mr. Shen Hongbo, Mr. Li Yuanxu, Mr. Zhu Qin and Mr. Wong Kwan Kit.

* *For identification purpose only*