

# SHANGHAI JUNSHI BIOSCIENCES CO., LTD.\*

## 上海君實生物醫藥科技股份有限公司

(the “Company”)

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

(Stock code: 1877)

### PROCEDURES FOR NOMINATION OF DIRECTORS

The shareholders of Shanghai Junshi Biosciences Co., Ltd.\* (上海君實生物醫藥科技股份有限公司) shall nominate directors at the general meeting of the Company pursuant to the relevant requirements under the Company Law of the People’s Republic of China and the Articles of Association of the Company (the “**Articles of Association**”):

1. Shareholder(s) individually or jointly holding more than 3% of the total outstanding voting shares of the Company may, by way of a written proposal, submit candidates for directors to the general meeting. However, the number of candidates proposed must comply with the provisions of the Articles of Association, and shall not be more than the number to be elected. The aforesaid proposal put forward by the shareholders to the Company shall be served to the Company at least 14 days before the convening of the general meeting.
2. Within the number of persons specified by the Articles of Association and based on the proposed number of candidates to be elected, the Board of Directors of the Company (the “**Board**”) may propose a list of candidates for directors, which shall be submitted to the Board for review. After the list of candidates for directors is determined by deliberation and resolution of the Board, the list shall be submitted at a general meeting by way of a written proposal.
3. The written materials for the intention to propose a candidate for election as a director, the written notice of the candidate on his willingness to accept the nomination, and the details of the nominees in writing shall be given to the Company no less than seven (7) days prior to the date of convening the general meeting. The Board shall provide shareholders with the biography and basic information of the candidates for directors.
4. The period given by the Company to the relevant nominators and nominees for submitting the aforesaid notice and documents shall be no less than seven (7) days (such period shall commence from the day following the date of serving the notice of convening of the general meeting).
5. At the general meeting, shareholders shall vote on each of the candidates for director one-by-one.
6. In the event of any ad hoc addition to or change in any director, the Board shall propose at the general meeting for the election or replacement of a director.

*Note: The “Procedures for Nomination of Directors” was considered and approved at the 9th meeting of the second session of the Board of the Company, which shall take effect from the date of listing of the Company’s H shares on the Main Board of The Stock Exchange of Hong Kong.*

\* For identification purpose only.

*The Chinese version of this “Procedures for Nomination of Directors” shall prevail over its English version in the event of inconsistency.*