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# **FOSUN PHARMA**

## **复星医药**

**上海復星醫藥（集團）股份有限公司**

**Shanghai Fosun Pharmaceutical (Group) Co., Ltd.\***

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

**(Stock Code: 02196)**

### **NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2026 first extraordinary general meeting (the “**EGM**”) of Shanghai Fosun Pharmaceutical (Group) Co., Ltd.\* (the “**Company**”) will be held at 1:30 p.m. on Friday, 27 February 2026 at Sky Fortune Boutique Hotel Shanghai, No. 358 Hong Xu Road, Shanghai, the PRC for the purposes of considering and, if thought fit, passing (with or without modifications) the following resolutions. Unless otherwise indicated, capitalised terms used herein shall have the same meanings as defined in the circular of the Company dated 4 February 2026 (the “**Circular**”).

#### **SPECIAL RESOLUTIONS**

1. To consider and approve the resolution in relation to the compliance of the spin-off of Fosun Adgenvac (a subsidiary of the Company) for listing on the Main Board of the Hong Kong Stock Exchange with the requirements under the relevant laws and regulations;
2. To consider and approve the resolution in relation to the plan of the spin-off of Fosun Adgenvac (a subsidiary of the Company) for initial public offering of H shares and its listing on the Main Board of the Hong Kong Stock Exchange;
3. To consider and approve the proposal on the spin-off of Fosun Adgenvac (a subsidiary of the Company) for listing on the Main Board of the Hong Kong Stock Exchange;
4. To consider and approve the resolution in relation to the compliance of the spin-off of Fosun Adgenvac (a subsidiary of the Company) for listing on the Main Board of the Hong Kong Stock Exchange with the Spin-off Rules;
5. To consider and approve the resolution in relation to the purpose, commercial rationale, necessity and feasibility of the Proposed Spin-off Listing;
6. To consider and approve the resolution in relation to the Company's maintenance of independence and continuous operating capability;

7. To consider and approve the resolution in relation to Fosun Adgenvax possessing the corresponding capabilities for standardized operations;
8. To consider and approve the resolution in relation to the benefits of the spin-off of Fosun Adgenvax (a subsidiary of the Company) for listing on the Main Board of the Hong Kong Stock Exchange in safeguarding the legitimate rights and interests of shareholders and creditors;
9. To consider and approve the resolution in relation to the completeness and compliance of statutory procedures for the Proposed Spin-off Listing, and the validity of submitted legal documents;
10. To consider and approve the resolution in relation to the shareholdings of certain directors, senior management members of the Company and their affiliated parties in the company to be spun off;
11. To consider and approve the resolution in relation to the authorisation to the Board or its authorised persons to deal with matters related to the Proposed Spin-off Listing;
12. To consider and approve the resolution in relation to the provision of assured entitlements to H Shareholders of the Company only in connection with the spin-off of Fosun Adgenvax (a subsidiary of the Company) for listing on the Main Board of the Hong Kong Stock Exchange.

By order of the Board  
**Shanghai Fosun Pharmaceutical (Group) Co., Ltd.\***  
**Chen Yuqing**  
*Chairman*

Shanghai, the PRC  
4 February 2026

*As at the date of this notice, the executive directors of the Company are Mr. Chen Yuqing, Ms. Guan Xiaohui, Mr. Wen Deyong, Mr. Wang Kexin and Mr. Liu Yi; the non-executive directors of the Company are Mr. Chen Qiyu and Mr. Pan Donghui; the independent non-executive directors of the Company are Mr. Yu Tze Shan Hailson, Mr. Wang Quandi, Mr. Chen Penghui and Mr. Yang Yucheng; and the employee director of the Company is Ms. Yan Jia.*

*Notes:*

1. A holder of H Shares of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote by poll instead of him. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number of H Shares in respect of which each such proxy is so appointed.
2. In order to be valid, the form of proxy together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company's Hong Kong share registrar for H Shares, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 24 hours before the time appointed for the holding of the EGM. Return of the form of proxy will not preclude any member of H Shares of the Company from attending the EGM and voting in person if such member so wishes and in such event, the form of proxy will be deemed to be revoked.

3. For the purpose of determining the entitlement of H Shareholders to attend and vote at the EGM, the register of members of the Company for H Shares will be closed from Tuesday, 24 February 2026 to Friday, 27 February 2026 (both days inclusive), with the record date of Friday, 27 February 2026. In order to qualify for attending and voting at the EGM, all transfer documents for H Shares together with the relevant share certificates should be lodged for registration with the Company's Hong Kong share registrar for H Shares, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Monday, 23 February 2026.
4. Shareholders who attend the EGM in person or by proxy shall bear their own travelling and accommodation expenses.
5. This notice of EGM is despatched to the holders of H Shares of the Company only. The notice of EGM to the holders of A Shares and the relevant proxy form are separately published on the websites of the Company (<https://www.fosunpharma.com>) and of the Shanghai Stock Exchange (<https://www.sse.com.cn>).

\* *for identification purposes only*