
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt about this circular, you should consult your stockbroker, other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **CanSino Biologics Inc.**, you should at once hand this circular together with the form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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This circular appears for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.

CanSino Biologics Inc.
康希諾生物股份公司

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

(Stock code: 6185)

- (1) 2019 REPORT OF THE BOARD OF DIRECTORS**
 - (2) 2019 REPORT OF THE BOARD OF SUPERVISORS**
 - (3) 2019 ANNUAL REPORT**
 - (4) 2019 FINANCIAL ACCOUNTS REPORT**
 - (5) 2020 FINANCIAL BUDGET**
 - (6) 2019 PROFIT DISTRIBUTION PLAN**
 - (7) RE-APPOINTMENT OF AUDITORS**
 - (8) ELECTION OF DIRECTORS OF THE SECOND SESSION OF THE BOARD OF DIRECTORS**
 - (9) ELECTION OF SUPERVISORS OF THE SECOND SESSION OF THE BOARD OF SUPERVISORS**
 - (10) REMUNERATION PLAN FOR EXECUTIVE DIRECTORS AND NON-EXECUTIVE DIRECTORS**
 - (11) REMUNERATION PLAN FOR INDEPENDENT NON-EXECUTIVE DIRECTORS**
 - (12) REMUNERATION PLAN FOR SUPERVISORS**
 - (13) THE PROPOSED NEW CREDIT APPLICATIONS**
 - (14) GENERAL MANDATE TO ISSUE ADDITIONAL SHARES AND**
- NOTICE OF 2019 ANNUAL GENERAL MEETING**

A notice convening the AGM of CanSino Biologics Inc. to be held at 15th Floor, Holiday Inn Binhai Tianjin, No. 86 First Street, Economic and Technological Development Zone, Binhai New Area, Tianjin on Friday, May 15, 2020 at 9:30 a.m. is set out in this circular. A form of proxy for use at the AGM is also enclosed. Such form of proxy is also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.cansinotech.com>).

Shareholders who intend to appoint a proxy to attend the AGM shall complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the AGM (i.e. not later than 9:30 a.m. on Thursday, May 14, 2020) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM if they so wish.

References to dates and time in this circular are to Hong Kong dates and time.

April 9, 2020

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DEFINITIONS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

“AGM” or “Annual General Meeting”	the 2019 annual general meeting of the Company to be held on Friday, May 15, 2020 at 9:30 a.m.
“Articles of Association” or “Articles”	the articles of association of the Company, as amended from time to time
“Board of Directors” or “Board”	the board of Directors
“Board of Supervisors”	the board of Supervisors
“China” or the “PRC”	the People’s Republic of China, for the purpose of this circular, excluding the regions of Hong Kong, Macao Special Administrative Region of the People’s Republic of China and Taiwan
“Company”	CanSino Biologics Inc. (康希諾生物股份公司), a company incorporated in the PRC with limited liability, the H Shares of which are listed on the Main Board of the Stock Exchange (stock code: 6185)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi
“General Mandate”	a general mandate to be granted to the Board for exercising of the power of the Company to issue, allot and deal with the Domestic Shares, Unlisted Foreign Shares and H Shares not exceeding 20% of each of the total number of Domestic Shares, Unlisted Foreign Shares and H Shares, respectively, in issue on the date of passing the related resolution, subject to the conditions set out in the resolution proposed at the AGM
“Group”	the Company and its subsidiary

DEFINITIONS

“H Share(s)”	overseas listed foreign share(s) in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong Dollars and listed on the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Latest Practicable Date”	April 3, 2020, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
“Notice of the AGM”	the notice of AGM dated April 9, 2020, a copy of which is set out on pages N-1 to N-3 of this circular
“R&D”	research and development
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended from time to time
“Share(s)”	ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, comprising Domestic Share(s), Unlisted Foreign Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Unlisted Foreign Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each and are held by persons other than PRC nationals or PRC-incorporated entities and are not listed on any stock exchange

LETTER FROM THE BOARD

CanSino Biologics Inc. 康希諾生物股份公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock code: 6185)

Executive Directors:

Dr. Xuefeng YU (Chairman and chief executive officer)
Dr. Shou Bai CHAO
Dr. Tao ZHU (朱濤)
Dr. Dongxu QIU

Non-Executive Directors:

Mr. Qiang XU (許強)
Mr. Liang LIN (林亮)
Ms. Nisa Bernice Wing-Yu LEUNG (梁穎宇)
Mr. Zhi XIAO (肖治)

Independent Non-executive Directors:

Mr. Shiu Kwan Danny WAI (韋少琨)
Ms. Zhu XIN (辛珠)
Mr. Shuifa GUI (桂水發)
Mr. Jianzhong LIU (劉建忠)

Headquarters and Registered

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401-420, 4th Floor
Biomedical Park
185 South Avenue
TEDA West District
Tianjin
PRC

*Principal Place of Business
in Hong Kong:*

Room 1901, 19/F
Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

April 9, 2020

To the Shareholders

Dear Sir/Madam,

- (1) 2019 REPORT OF THE BOARD OF DIRECTORS
- (2) 2019 REPORT OF THE BOARD OF SUPERVISORS
- (3) 2019 ANNUAL REPORT
- (4) 2019 FINANCIAL ACCOUNTS REPORT
- (5) 2020 FINANCIAL BUDGET
- (6) 2019 PROFIT DISTRIBUTION PLAN
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THE BOARD OF DIRECTORS
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THE BOARD OF SUPERVISORS
- (10) REMUNERATION PLAN FOR EXECUTIVE DIRECTORS AND
NON-EXECUTIVE DIRECTORS
- (11) REMUNERATION PLAN FOR
INDEPENDENT NON-EXECUTIVE DIRECTORS
- (12) REMUNERATION PLAN FOR SUPERVISORS
- (13) THE PROPOSED NEW CREDIT APPLICATIONS
- (14) GENERAL MANDATE TO ISSUE ADDITIONAL SHARES
AND
NOTICE OF 2019 ANNUAL GENERAL MEETING

LETTER FROM THE BOARD

I. INTRODUCTION

The purpose of this circular is to provide you with the notice of the AGM and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the AGM.

At the AGM, ordinary resolutions will be proposed to consider, (and if thought fit) approve:

- (1) the report of the Board of Directors for the year 2019 (the “**2019 Report of the Board of Directors**”);
- (2) the report of the Board of Supervisors for the year 2019 (the “**2019 Report of the Board of Supervisors**”);
- (3) the annual report of the Group for the year 2019 (the “**2019 Annual Report**”);
- (4) the financial accounts report of the Group for the year 2019 (the “**2019 Financial Accounts Report**”);
- (5) the financial budget of the Group for the year 2020 (the “**2020 Financial Budget**”);
- (6) the annual profit distribution plan of the Company for the year 2019 (the “**2019 Profit Distribution Plan**”);
- (7) the re-appointment of auditors of the Company for the year 2020;
- (8) the election of Directors of the second session of Board of Directors;
- (9) the election of Supervisors of the second session of the Board of Supervisors;
- (10) the proposed remuneration plan for executive Directors and non-executive Directors;
- (11) the proposed remuneration plan for independent non-executive Directors;
- (12) the proposed remuneration plan for Supervisors; and
- (13) the proposed new credit applications.

At the AGM, a special resolution will be proposed to approve the following:

- (14) the General Mandate.

LETTER FROM THE BOARD

II. DETAILS OF THE RESOLUTIONS

ORDINARY RESOLUTIONS

(1) 2019 Report of the Board of Directors

An ordinary resolution will be proposed at the AGM to consider and approve the 2019 Report of the Board of Directors, the full text of which is set out in the 2019 Annual Report.

(2) 2019 Report of the Board of Supervisors

An ordinary resolution will be proposed at the AGM to consider and approve the 2019 Report of the Board of Supervisors, the full text of which is set out in the 2019 Annual Report.

(3) 2019 Annual Report

An ordinary resolution will be proposed at the AGM to consider and approve the 2019 Annual Report. The 2019 Annual Report is set out and published on the websites of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the Company (www.cansinotech.com) on April 9, 2020.

(4) 2019 Financial Accounts Report

An ordinary resolution will be proposed at the AGM to consider and approve the 2019 Financial Accounts Report, the full text of which is set out in the 2019 Annual Report.

(5) 2020 Financial Budget

An ordinary resolution will be proposed at the AGM to consider and approve the following 2020 Financial Budget.

After comprehensively considering our operating and development situations, business objectives for the year 2020, existing asset base, operating capacity, costs and expenses, industry conditions and development prospects, based on the 2019 financial accounts report, the Company's 2020 financial budget is estimated to be approximately RMB700 million, which will be mainly used for construction of facilities, clinical trials, research and development for vaccine candidates and daily operations, etc..

(6) 2019 Profit Distribution Plan

An ordinary resolution will be proposed at the AGM to consider and approve the 2019 Profit Distribution Plan. According to the financial status and the operation and development status of the Company, the Company did not have any profit available for distribution so far. The Company has decided not to make profit distribution or convert the capital reserve to increase the registered capital in 2019.

LETTER FROM THE BOARD

(7) Re-appointment of Auditors

An ordinary resolution will be proposed at the AGM to consider and approve the re-appointment of PricewaterhouseCoopers Zhong Tian LLP (普華永道中天會計師事務所(特殊普通合夥)) and PricewaterhouseCoopers as the PRC financial report auditors and international financial report auditors of the Company for 2020, respectively, for a term until the conclusion of the 2020 annual general meeting of the Company, and authorized the chief executive officer of the Company to determine the specific matters, including but not limited to their remunerations, in relation to such appointment.

The above proposal on the re-appointment of PRC financial report auditors and international financial report auditors for 2020 was considered and approved at the meeting of the Board held on March 27, 2020.

(8) Election of Directors of the Second Session of the of Board of Directors

An ordinary resolution will be proposed at the AGM by the Board to consider and approve the appointment of each candidate for the second session of the Board of Directors as listed below.

Executive Directors	Dr. Xuefeng YU, Dr. Shou Bai CHAO, Dr. Tao ZHU (朱濤) and Dr. Dongxu QIU
Non-Executive Directors	Mr. Qiang XU (許強), Mr. Liang LIN (林亮), Ms. Nisa Bernice Wing-Yu LEUNG (梁穎宇) and Mr. Zhi XIAO (肖治)
Independent Non-executive Directors	Mr. Shiu Kwan Danny WAI (韋少琨), Ms. Zhu XIN (辛珠), Mr. Shuifa GUI (桂水發), and Mr. Jianzhong LIU (劉建忠)

All of the director candidates are the current Directors. They will officially assume office when the resolution on election of the second session of the Board is considered and approved at the AGM, at which the second session of the Board will be established, with a term of office expiring when the term of the second session of the Board (3 years) ends.

The biographies of the director candidates are set out in Appendix I to this circular.

As at the date of this circular and as far as the Board is aware, save as disclosed in Appendix I to this circular, each of the director candidates has confirmed that (i) they do not hold directorship in other listed companies for the past three years, have no any other major appointment and professional qualifications nor any position in the Group for the last three years; (ii) they do not have any relationship with any directors, supervisors, senior management or substantial or controlling shareholders of the Company; and (iii) they do not have any interest in the shares of the Company or its associated corporation within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

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Save as disclosed in Appendix I to this circular, there is no other information required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there other matters regarding the appointment of the director candidates as executive Directors, non-executive Directors or independent non-executive Directors which need to be brought to the attention of the Shareholders. The director candidates have not been subject to any penalty or punishment imposed by the China Securities Regulatory Commission or any other relevant authorities or stock exchanges.

As at the date of this circular, the Company has not entered into any service contract with the director candidates in relation to the appointment of Directors for the second session of the Board. Upon approval of the appointment of the director candidates at AGM, the Company will enter into service contracts with the Directors. Each of the Directors shall be eligible for re-election upon expiry of their terms of office pursuant to the Articles of Association. The remuneration of each of the Directors is set out at paragraph (10) and (11), subject to the consideration and approval at the AGM.

The nomination committee of the Company (the “**Nomination Committee**”) assists the Board in the selection and nomination process for the proposed independent non-executive directors. The Nomination Committee followed the board diversity policies of the Company and has evaluated the director candidates based on criteria including but not limited to their character and integrity, professional qualifications, skills, knowledge, experience and willingness and ability to devote adequate time to discharge duties as members of the Board. The Nomination Committee considers that the proposed independent non-executive directors contribute to the diversity of the Board, as they consist of a female member and three male members, and have a balanced mix of knowledge, skills and experience in areas including finance, accounting, business administration and healthcare and will continue to bring valuable business experience, knowledge and professional to the Board for its efficient and effective functioning. The Nomination Committee has also assessed and reviewed the written confirmation of independence of each of Mr. Shiu Kwan Danny WAI, Ms. Zhu XIN, Mr. Shuifa GUI and Mr. Jianzhong LIU and is satisfied that they remain independent in accordance with Rule 3.13 of the Listing Rules. Accordingly, the Nomination Committee has recommended to the Board on election of all the proposed independent non-executive Directors.

(9) Election of Supervisors of the Second Session of the Board of Supervisors

An ordinary resolution will be proposed at the AGM by the Board of Supervisors to consider and approve the appointment of Ms. Jiangfeng LI (李江峰) and Ms. Jieyu Zou (鄒潔羽) as Supervisors for the second session of the Board of Supervisors.

Both of the supervisor candidates are the current Supervisors. They will officially assume office when the resolution on election of the second session of the Board of Supervisors is considered and approved at the AGM, at which the second session of the Board of Supervisors will be established, with a term of office expiring when the term of the second session of the Board of Supervisors (3 years) ends. The Board of Supervisors will consist of three Supervisors, including an employee Supervisor to be elected by the employee representative meeting of the Company.

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The biographies of the supervisor candidates are set out in Appendix II to this circular.

As at the date of this circular and as far as the Board is aware, save as disclosed in Appendix II to this circular, each of the supervisor candidates have confirmed that (i) they do not hold directorship in other listed companies for the past three years, have no any other major appointment and professional qualifications nor any position in the Group; (ii) they do not have any relationship with any directors, supervisors, senior management or substantial or controlling shareholders of the Company or its associated corporation; and (iii) they do not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in Appendix II to this circular, there is no other information required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there other matters regarding the appointment of the supervisor candidates as Supervisors which need to be brought to the attention of the Shareholders. The supervisor candidates have not been subject to any penalty or punishment imposed by the China Securities Regulatory Commission or any other relevant authorities or stock exchanges.

As at the date of this circular, the Company has not entered into any service contract with the supervisor candidates in relation to the appointment of Supervisors for the second session of the Board of Supervisors. Upon approval of the appointment of the supervisor candidates at the AGM and establishment of the second session of the Board of Supervisors, the Company will enter into service contracts with the Supervisors. Each of the Supervisors (excluding the employee Supervisor) shall be eligible for re-election upon expiry of their terms of office pursuant to the Articles of Association. The remuneration of each of the Supervisor is set out in paragraph (12), subject to the consideration and approval at the AGM.

(10) Remuneration plan for Executive Directors and Non-Executive Directors

An ordinary resolution will be proposed at the AGM to consider and approve the following remuneration plan for executive Directors and non-executive Directors of the second session of the Board:

The executive Directors holding positions in senior management of the Company will receive remuneration in accordance with the remuneration standards of senior management determined by the Board and/or their employment contracts signed with the Company, and will not receive additional directors' fee. The non-executive Directors will not receive directors' fee from the Company.

(11) Remuneration plan for Independent Non-Executive Directors

An ordinary resolution will be proposed at the AGM to consider and approve the following remuneration plan for independent non-executive Directors of the second session of the Board:

Each of the independent non-executive Directors will receive will receive an annual director's fee of RMB300,000 (tax included) from the Company.

LETTER FROM THE BOARD

(12) Remuneration plan for Supervisors

An ordinary resolution will be proposed at the AGM to consider and approve the following remuneration plan for Supervisors of the second session of the Board of Supervisors:

The Supervisors who do not hold positions in the Company will not receive supervisor's fee from the Company. The employee Supervisor will receive remuneration as determined according to her position in the Company, and will not receive additional supervisor's fee.

(13) The New Credit Applications

An ordinary resolution will be proposed at the AGM by the Board of Directors to consider and approve the new credit application amount from the Company to bank and other financial institutions in an aggregate amount of up to RMB900 million or the equivalent in other currencies (including new bank credit and adjustment to the original amount). For specific details of the credit applications, the approval from the banks will prevail. The specific loan amount will be determined based on the actual funding needs of the Company. Such credit applications may apply to, among others, non-current capital loans, working capital loans, bank acceptance bills, medium and long-term loans, letters of credit, letters of guarantee, offshore loans guaranteed by onshore entities, and onshore loans guaranteed by offshore entities. The new total bank credit applications shall be effective upon (i) approval of the AGM and (ii) approval of the relevant banks and/or financial institutions.

In addition, it is proposed to the AGM to authorize the Board and its delegates Dr. Xuefeng YU, Dr. Shou Bai CHAO, Dr. Tao ZHU and Dr. Dongxu QIU to handle the specific matters in relation to the credit applications individually or jointly.

SPECIAL RESOLUTION

(14) The General Mandate

A special resolution will be proposed at the AGM by the Board of Directors to consider and approve the granting of a general mandate to the Board to issue, allot and deal with additional Domestic Shares, Unlisted Foreign Shares and H Shares not exceeding 20% of each of the total number of the Domestic Shares, Unlisted Foreign Shares and H Shares, respectively in issue as at the date of passing of the resolution, and to authorize the Board to make amendments to the Articles of Association as it thinks fit so as to reflect the new share capital structure upon the issue or allotment of additional Shares pursuant to the General Mandate. As at the Latest Practicable Date, the issued share capital of the Company comprised 73,254,799 Domestic Shares, 16,724,200 Unlisted Foreign Shares and 132,670,900 H Shares. Subject to the passing of the resolution related to the granting of the General Mandate and on the basis that no further Shares will be issued before the AGM, the Company will be allowed to issue

LETTER FROM THE BOARD

a maximum of 14,650,959 Domestic Shares, 3,344,840 Unlisted Foreign Shares and 26,534,180 H Shares in accordance with the General Mandate and the relevant laws and regulations:

- (a) Subject to paragraph (d) and in accordance with the relevant requirements of the relevant listing rules, the Articles of Association and relevant laws and regulations of the PRC, the exercise by the Board during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or deal with, either separately or concurrently, additional Domestic Shares, Unlisted Foreign Shares and H Shares and to make or grant offers, agreements, options and rights of exchange or conversion which might be required for the exercise of such powers be hereby generally and unconditionally approved;
- (b) The approval in paragraph (a) above shall authorize the Board to make and implement specific issuance plans under the General Mandate, including but not limited to deciding the class of Shares to be issued, pricing policy and/or offer/conversion/option price (including price range), method of issuance, issue size, target subscribers, use of proceeds, schedule and period of issuance, and whether to issue Shares to existing Shareholders;
- (c) The approval in paragraph (a) above shall authorize the Board during the Relevant Period (as hereinafter defined) to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the expiration of the Relevant Period, and to engage the services of professional advisers for share issuance related matters, and to approve and execute all acts, agreements, documents or other matters necessary, appropriate or required for share issuance;
- (d) Each of the total number of Domestic Shares, Unlisted Foreign Shares and H Shares allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether by an option or otherwise) by the Board pursuant to the approval granted in paragraph (a) shall not exceed 20% of each of the total number of Domestic Shares, Unlisted Foreign Shares and H Shares respectively in issue as at the date of approving this proposal;
- (e) The approval in paragraph (a) above shall authorize the Board to review, approve and execute on behalf of the Company any documents in relation to the issuance and make submission to the relevant regulatory authorities, and to perform relevant approval procedures and make required filings and registrations with regulatory authorities in accordance with the relevant laws and regulations;
- (f) The Board will only exercise the above powers in accordance with the Company Law of the PRC and the relevant listing rules that the Company is subject to and when all necessary approvals from the China Securities Regulatory Commission and/or other relevant PRC government department are obtained; and
- (g) For the purpose of this proposal:

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“Relevant Period” means the period from the approving of this proposal until earliest of below:

- i. The conclusion of the next annual general meeting of the Company;
- ii. The expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or other applicable laws to be held; or
- iii. The date of revocation or variation of the authority given under this resolution by an ordinary proposal of the Shareholders at a general meeting.

With reference to the General Mandate, the Directors wish to state that they have no immediate plans to issue any new Shares pursuant thereto.

III. THE AGM

The AGM will be held at 15th Floor, Holiday Inn Binhai Tianjin, No. 86 First Street, Economic and Technological Development Zone, Binhai New Area, Tianjin at 9:30 a.m. on May 15, 2020. Notice convening the AGM is set out on pages N-1 to N-3 of this circular and published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and of the Company (<http://www.cansinotech.com>).

IV. CLOSURE OF REGISTER OF MEMBERS OF H SHARES

The register of members of H Shares will be closed from Wednesday, April 15, 2020 to Friday, May 15, 2020, both days inclusive, during which period no transfer of H Shares will be registered, in order to determine the holders of the H Shares of the Company who are entitled to attend and vote at the forthcoming AGM to be held on Friday, May 15, 2020.

To be eligible to attend and vote at the AGM, all properly completed transfer documents must be lodged with the Company’s H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Tuesday, April 14, 2020 for registration.

V. PROXY ARRANGEMENT

The form of proxy of the AGM is enclosed and published on the websites of the Stock Exchange and the Company.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. For holders of H Shares, the form of proxy should be returned 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; for holders of Domestic Shares and Unlisted Foreign Shares, the form of proxy should be returned to the Company’s headquarters and registered

LETTER FROM THE BOARD

office in the PRC at 401-420, 4th Floor, Biomedical Park, 185 South Avenue, TEDA West District, Tianjin, PRC by personal delivery or by post, not less than 24 hours before the time fixed for holding the AGM (i.e. not later than 9:30 a.m. on Thursday, May 14, 2020) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or at any other adjourned meeting should you so wish.

VI. VOTING BY POLL

Any vote of Shareholders at the AGM must be taken by poll except where the chairman of the AGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company shall publish the poll results announcement in the manner prescribed under Rule 13.39(5) of the Listing Rules. Accordingly, the chairman of the AGM will exercise his power under the Articles of Association to demand a poll in relation to all the proposed resolutions at the AGM.

To the best of the Directors' knowledge, information and belief, none of the Shareholders are required to abstain from voting at the AGM.

VII. RECOMMENDATION

The Board considers that all the resolutions proposed at the AGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of these proposed resolutions.

VIII. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

By order of the Board
CanSino Biologics Inc.
Xuefeng YU
Chairman of the Board

**APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES
OF THE SECOND SESSION OF THE BOARD OF DIRECTORS**

Xuefeng YU, aged 56, is a co-Founder of our Company. Dr. Yu was appointed as an executive Director on January 13, 2009 and has served as the chief executive officer of our Company since January 2009. He is also currently a member of Nomination Committee. Dr. Yu is primarily responsible for overseeing strategic development, overall operation and management and major decision-making of our Company. In addition, Dr. Yu is also responsible for managing the commercial operations center of our Company. Dr. Yu led the introduction of a new reconstituted tuberculosis vaccine from McMaster University in Canada and the development of such vaccine was supported by the Aeras Global TB Vaccine Foundation and the Ministry of Science and Technology of the PRC. He also led the introduction of adenoviral vector production cell lines and related production technology from the National Research Institute of Canada, which laid the foundation for the development of Ad5-EBOV. Dr. Yu has more than 30 years of experience in biotech research and development. From 1988 to 1991, Dr. Yu worked as a lecturer of the biology department in Nankai University. From 1996 to 1998, Dr. Yu served as a scientist at IBEX Technologies Inc. (a company listed on Toronto Stock Exchange Venture Exchange, ticker symbol: IBT). Dr. Yu joined Sanofi Pasteur in May 1998 and was in the position of director of fermentation development in Canada when he left the company. Dr. Yu obtained a bachelor's degree in microbiology in July 1985 and a master's degree in microbiology in June 1988 from Nankai University. He received his doctorate degree in microbiology from McGill University in Canada in June 1998. As of the Latest Practicable Date, Dr. Yu is interested in 34,598,400 H Shares, 16,724,200 Unlisted Foreign Shares and 17,874,200 Domestic Shares.

Shou Bai CHAO, aged 57, was appointed as an executive Director on June 22, 2018 and the chief operating officer on May 1, 2018. He is also currently a member of Remuneration and Assessment Committee. Dr. Chao is primarily responsible for management of daily operations and strategic development of our Company. In addition, Dr. Chao is also responsible for production management and quality control. Dr. Chao has around 33 years of experience in the biotechnology industry. Prior to joining our Company, Dr. Chao held positions at various companies and organizations, including research engineer at Institute of Process Engineering, Chinese Academy of Sciences from 1985 to 1987, research associate at industrial biotechnology centre at University of Waterloo from September 1987 to March 1992, bioprocess engineer at Philom Bios Ltd. from August 1992 to August 1993, manager of bacterial vaccines from August 1993 to April 1997 and manager of validation compliance from April 1997 to August 2000 at Sanofi Pasteur, senior manager of quality assurance technical support at Genentech Inc. from August 2000 to December 2000, assistant vice president of vaccine technology at Wyeth Pharmaceuticals from January 2001 to December 2007, vice president and senior vice president at AstraZeneca plc from January 2008 to April 2018, and president and director of the board at Chinese Biopharmaceutical Association-USA from June 2014 to June 2016. Dr. Chao obtained a bachelor's degree in inorganic chemical engineering from Jiangxi Institute of Technology (江西工學院) (currently known as Nanchang University (南昌大學)) in July 1982, and a master's degree in chemical metallurgy from Chinese Academy of Sciences (中國科學院) in July 1985. Dr. Chao graduated from the University of Waterloo in Canada with a doctorate degree in biochemical engineering in October 1992. Dr. Chao is the

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spouse of Dr. Mao, the co-Founder, senior vice president and deputy general manager of our Company. As of the Latest Practicable Date, Dr. Chao is interested in 11,924,700 H Shares and 4,409,500 Unlisted Foreign Shares.

Tao ZHU (朱濤), aged 47, is a co-Founder of our Company. Dr. Zhu was appointed as an executive Director on January 13, 2009 and has served as the chief scientific officer of our Company since January 2009. He is primarily responsible for leading the vaccine research and development of our Company. In addition, Dr. Zhu is also responsible for the management of regulatory and clinical affairs. Together with experts of the Institute of Biotechnology, Academy of Military Medical Sciences, Dr. Zhu led the development and pre-clinical research of the only available recombinant Ebola vaccine in China, the production of which was approved by the CFDA. He also led the combined vaccine project and PBPV project, which have been selected as one of the major science and technology projects in the National Twelfth Five-Year Plan for “Significant New Drug Creation” (國家十二五“重大新藥創製”重大科技專項). His achievements also include the establishment of a polysaccharide protein binding technology platform and development of a variety of vector, the process development, pre-clinical research and clinical applications of several products including MCV4, and the invention of seven patents in the PRC. Dr. Zhu worked at Integrated Genomics Inc. as a scientist from December 2004 to December 2005 and joined Sanofi Pasteur in January 2006 and was in the position of senior scientist before he left the company in November 2008. Dr. Zhu received his bachelor’s degree in biological science and technology in July 1995 and his master’s degree in biochemical in June 1998 from Tsinghua University. He graduated from University of Pittsburgh with a doctorate degree in chemical engineering in the U.S. in April 2003 and conducted his postdoctoral research in Carnegie Mellon University in the U.S. till October 2004. As of the Latest Practicable Date, Dr. Zhu is interested in 34,598,400 H Shares, 16,724,200 Unlisted Foreign Shares and 25,855,425 Domestic Shares.

Dongxu QIU, aged 60, is a co-Founder of our Company. Dr. Qiu was appointed as an executive Director on January 13, 2009 and has served as senior vice president since January 2009. He is primarily responsible for advising on our business and strategic development of our Company. Dr. Qiu has led several rounds of financing of our Company and the technology transfers of PCV13 and PPV23. Dr. Qiu has around 25 years of experience in the biotechnology industry. From January 1993 to April 1998, Dr. Qiu was a research scientist at Biomira, Inc. From 1999 to 2000, He was associate director of product operations at Altarex Inc., responsible for analytical development and product formulation. Dr. Qiu served as head of scientific operations at ARIUS Research Inc. from 2000 to 2002, president of Asia at MDS Capital from May 2003 to September 2005, advisor at Shanghai GenePharma Co., Ltd (上海吉瑪製藥技術有限公司) from 2006 to 2009, and general manager at ChinaBio LLC from March 2007 to April 2011. Dr. Qiu is currently a director of Suzhou GenePharma Co., Ltd. (蘇州吉瑪基因股份有限公司). Dr. Qiu graduated from Shenyang Pharmaceutical College (瀋陽藥學院) currently known as Shenyang Pharmaceutical University (瀋陽藥科大學) with a bachelor’s degree in pharmacy in July 1982. He obtained his doctorate degree in pharmacy from Beijing Medical University (北京醫科大學) (currently known as Peking University Health Science Center (北京大學醫學部)) in December 1987. He continued his postdoctoral research in chemical

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engineering at the University of Konstanz in Germany from November 1989 to April 1991 and at the University of Montreal in Canada from May 1992 to January 1993. Dr. Qiu obtained a master's degree in business administration from the University of Western Ontario in Canada in October 2000. As of the Latest Practicable Date, Dr. Qiu is interested in 34,598,400 H Shares, 16,724,200 Unlisted Foreign Shares and 17,874,200 Domestic Shares.

Qiang XU (許強), aged 51, was appointed as a non-executive Director on December 31, 2011. Mr. Xu is primarily responsible for participating in formulating the Company's corporate and business strategies. From April 1998 to April 2003, Mr. Xu served as a manager of the department of investment banking at Suzhou Industrial Park State-owned Asset Management Co., Ltd. (蘇州工業園區國有資產管理有限公司). From March 2005 to March 2007, he worked at Suzhou Industrial Park Real Estate Management Co., Ltd. (蘇州工業園區地產經營管理有限公司) as a general manager of the department of investment. Mr. Xu serves as the chairman of board at Suzhou Industrial Park Asset Management Co., Ltd. (蘇州工業園區資產管理有限公司). Mr. Xu received his master's degree in business administration from the University of Hong Kong in December 2004.

Liang LIN (林亮), aged 45, was appointed as a non-executive Director on August 6, 2013. He is also currently a member of Remuneration and Assessment Committee. Mr. Lin is primarily responsible for participating in formulating the Company's corporate and business strategies. Prior to studying in China Europe International Business School (中歐國際工商學院), Mr. Lin served as assistant product manager at Beijing Merek Pharmaceutical Consulting., Ltd. till June 2007. He served as business development manager at GlaxoSmithKline (China) Investment Co., Ltd from April 2009 to April 2010. Mr. Lin served as investment director from February 2011 to March 2017 and has been a partner since March 2017 at Lilly Asia Ventures (禮來亞洲基金). He is currently a director at Shenyang Sinqi Pharmaceutical Co.,Ltd. (瀋陽興齊眼藥股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 300573), Sansure Biotechnology Co., Ltd. (聖湘生物科技股份有限公司), Shanghai Wei Nuo Pharmaceutical Technology Co., Ltd. (上海緯諾醫藥科技有限公司), Shenzhen Ionova Life Science Co., Ltd. (深圳市原力生命科學有限公司), 2Health Bioscience Inc. and Beijing Kawin Technology Share-Holding Co., Ltd. (北京凱因科技股份有限公司). Mr. Lin received a bachelor's degree in chemical and pharmaceutical technology in July 1996 and a master's degree in medicinal chemistry in June 1999 from China Pharmaceutical University (中國藥科大學). Mr. Lin obtained his master degree in business administration from China Europe International Business School in March 2009.

Nisa Bernice Wing-Yu LEUNG (梁穎宇), aged 49, was appointed as a non-executive Director on September 16, 2015. She is also currently a member of Nomination Committee. Ms. Leung is primarily responsible for participating in formulating the Company's corporate and business strategies. Ms. Leung was co-founder and executive director at Biomedic (HK) Limited from 2003 to 2007 and has been a partner at Qiming Development (HK) Limited since December 2007. She has been a director at Gan & Lee Pharmaceutical Holdings Ltd. (甘李藥業股份有限公司) since March 2010, at Zhejiang Nurotron Nerve Electronic Technology Co., Ltd. (浙江諾爾康神經電子科技股份有限公司) since March 2014, at Berry Oncology Co., Ltd.

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(福建和瑞基因科技有限公司) since May 2018, at Venus Medtech (Hangzhou) Inc. (杭州啟明醫療器械股份有限公司) (a company listed on the Stock Exchange, stock code: 2500) since July 2009 and at Zai Lab Limited (a company listed on Nasdaq, ticker symbol: ZLAB) since 2014. In addition, Ms. Leung was a director at Chengdu Berry Genomics Co., Ltd. (成都市貝瑞和康基因技術股份有限公司), a company listed on Shenzhen Stock Exchange (stock code:000710), from September 2013 to June 2017. Ms. Leung was appointed as the Justice of the Peace (太平紳士) in June 2016 by the Government of the Hong Kong Special Administrative Region. Ms. Leung received her bachelor's degree in management from Cornell University in May 1992 and her master's degree in business administration from Stanford University in June 2001. As of the Latest Practicable Date, Ms. Leung is interested in 13,036,538 H Shares.

Zhi XIAO (肖治), aged 41, was appointed as a non-executive Director on June 28, 2019. He is also currently a member of Audit Committee. Mr. Xiao is primarily responsible for participating in formulating the Company's corporate and business strategies. Mr. Xiao has been the managing director of SDIC Fund Management Co., Ltd. (國投創新投資管理有限公司) since 2016. Mr. Xiao has been serving as a director of Zhejiang Novus Pharmaceuticals Co., Ltd. (浙江創新生物有限公司), a director of Dizal (Jiangsu) Pharmaceutical Co., Ltd. (迪哲(江蘇)醫藥有限公司), a director of TINAVI Medical Technologies Co.,Ltd. (北京天智航醫療科技股份有限公司) (a company delisted from the National Equities Exchange and Quotations on April 1, 2019), and an independent non-executive director of Guangdong Great River Smarter Logistics Co., Ltd. (廣東宏川智慧物流股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002930). Mr. Xiao received his bachelor's degree in veterinary medicine from China Agricultural University and his master of business administration degree from Tsinghua University.

Shiu Kwan Danny WAI (韋少琨), aged 56, was appointed as an independent non-executive Director on June 22, 2018, with the appointment to take effect upon Listing. He is also currently a member of Audit Committee and Nomination Committee. Mr. Wai is primarily responsible for supervising and providing independent judgement to the Board. Mr. Wai served as analyst at The MAC Group, Inc. (Hong Kong) (currently part of the Capgemini Group) from July 1987 to September 1990 and financial analyst at Postal Buddy Corporation in the U.S. from 1992 to 1994. He was assistant manager, manager, assistant director and director of the Corporate Finance Department at Jardine Fleming Holdings Limited (Hong Kong) (currently part of JPMorgan Chase & Co.) and vice president in the Mergers & Acquisitions Department at JPMorgan Securities (Asia Pacific) Limited from September 1994 to May 2002. He served as executive director, managing director and head of Asia in the Global Healthcare Group at the Investment Banking Department of UBS AG (Hong Kong) from May 2004 to October 2015. He served as adviser at UBS AG Hong Kong Branch from February 2018 to January 2020 and was an independent non-executive director of Shanghai Fosun Pharmaceutical (Group) Co., Ltd. (上海復星醫藥(集團)股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 600196, and the Hong Kong Stock Exchange, stock code: 2196), from June 2016

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to June 2019. Mr. Wai received his bachelor's degree in social sciences in November 1987 from the University of Hong Kong and a master's degree in business administration in June 1992 from the John E. Anderson Graduate School of Management at the University of California, Los Angeles.

Zhu XIN (辛珠), aged 51, was appointed as an independent non-executive Director on June 22, 2018, with the appointment to take effect upon Listing. She is also currently the chairwoman of the Audit Committee and a member of Remuneration and Assessment Committee. Ms. Xin is primarily responsible for supervising and providing independent judgement to the Board. From 2006 to 2014, Ms. Xin held senior management positions at several companies, including vice-president at Hopson Development Holdings Limited (合生創展集團有限公司)(a company listed on the Stock Exchange, stock code: 754), executive director and executive vice president of China Aoyuan Property Group Limited (中國奧園地產集團) (a company listed on the Stock Exchange, stock code: 3883), where she was primarily responsible for financing, accounting and auditing, and chief financial officer at Logan Property Holdings Company Limited (龍光地產控股有限公司) (a company listed on the Stock Exchange, stock code: 3380). From May 2015 to March 2017, she served as the executive vice president of YIHE Real Estate Holdings Limited (頤和地產集團). Ms. Xin has abundant experience in accounting, auditing and corporate finance management. She has been a member of CPA Australia since October 2010. Ms. Xin received a bachelor's degree in accounting from Renmin University of China in July 1990 and a master's degree in business administration in international management from International College of Auckland Institute of Studies in December 1999.

Shuifa GUI (桂水發), aged 55, was appointed as an independent non-executive Director on November 29, 2019. He is also currently the chairman of Remuneration and Assessment Committee and a member of Nomination Committee. Mr. Gui is primarily responsible for supervising and providing independent judgement to the Board. Mr. Gui has been serving as chief financial officer at Ucloud Technology Co., Ltd. (優刻得科技股份有限公司) (a company listed on Shanghai Stock Exchange, stock code: 688158) since June 2018, and as director, chief financial officer and secretary of the board at Ucloud Technology Co., Ltd. since July 2018. Mr. Gui has been director of several companies, including executive director of Shanghai Shiniu Asset Management Co., Ltd. (上海師牛資產管理有限公司) since February 2013, director of Shanghai Tunnel Engineering Co., Ltd. (上海隧道工程股份有限公司) (a company listed on Shanghai Stock Exchange, stock code: 600820) since December 2018, independent non-executive director of Shanghai Mechanical & Electrical Industry Co., Ltd. (上海機電股份有限公司) (a company listed on Shanghai Stock exchange, stock code: 600835) since May 2018, director of Shanghai Zhengshi Intelligent Technology Co., Ltd. (上海證識智能科技有限公司) since June 2018, director of Wuhan Yintai Technology Power Co., Ltd. (武漢銀泰科技電源股份有限公司) since December 2014, and independent non-executive director of Linkage Software Co., Ltd. (蘇州工業園區凌志軟件股份有限公司) (a company listed on The National Equities Exchange And Quotations Co., Ltd., stock code: 830866) since April 2019. Mr. Gui worked at Shanghai University of Finance and Economics (上海財經大學) and served as a teaching associate from July 1989 to December 1993. He served as business manager of Listing

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Department at Shanghai Stock Exchange from January 1994 to December 1997 and served as deputy director and director of Marketing Development Department from January 1998 to September 2001. From October 2001 to December 2011, he served as deputy general manager, chief financial officer and secretary of the board at Orient Securities Co., Ltd. (東方證券股份有限公司) (a company listed on Hong Kong Stock Exchange (stock code: 03958) and Shanghai Stock Exchange (stock code: 600958)). He served as chairman of the board at China Universal Asset Management Co., Ltd. (匯添富基金管理有限公司) from October 2004 to April 2012. From April 2012 to August 2017, he served as president at Landgent Group Co., Ltd. (樂成集團有限公司). From September 2017 to May 2018, he served as deputy general manager at E-Capital Transfer Co., Ltd. (證通股份有限公司). Mr. Gui obtained his bachelor's degree in accounting from Shanghai University of Finance and Economics in June 1989. He received his master's degree in business management from the University of Hong Kong in September 2004. He has been a member of the Chinese Institute of Certified Public Accountants (中國註冊會計師協會) since April 1998.

Jianzhong LIU (劉建忠), aged 56, was appointed as an independent non-executive Director on November 29, 2019. He is also currently the chairman of Nomination Committee and a member of Remuneration and Assessment Committee. Mr. Liu is primarily responsible for supervising and providing independent judgement to the Board. Mr. Liu has been serving as vice president at Yingu Holdings Group Co., Ltd. (銀谷控股集團有限公司) since January 2012, as dean of Zhongyi (Beijing) Vaccine and Health Institute (中義(北京)健康研究院) since July 2016, as general manager and executive director at Zhongyi (Taizhou) Pharmaceutical Technology Co., Ltd. (中義(泰州)醫藥科技有限公司) since February 2018 and as general manager and executive director at Mianzhu Yingu Rose Trading Co., Ltd. (綿竹銀谷玫瑰商貿有限公司) since November 2015. Mr. Liu served as chief of Disease Control Division of the General Administration of Quality Supervision, Inspection and Quarantine (國家質量監督檢驗檢疫總局) from July 1989 to June 2003. From July 2003 to December 2011, he served as director of Scientific Affairs Department at Sanofi Pasteur, the vaccines division of the pharmaceutical company Sanofi S.A. Mr. Liu obtained his bachelor's degree in medicine from Peking University Health Science Center (北京大學醫學部) in June 1989. He received his master's degree in health sciences from Curtin University in Australia in March 1998.

Ms. Jiangfeng LI (李江峰), aged 43, was appointed as a Supervisor and the chairwoman of the Board of Supervisors on November 29, 2019. Ms. Li has been serving as managing director of medical health investment department at Fortune Venture Capital Co., Ltd. (深圳市達晨財智創業投資管理有限公司) since March 2011. Ms. Li has been director of several companies, including Pharmapack Technologies Corporation (廣州珐瑪珈智能設備股份有限公司) since October 2011, Guangzhou Sunjava Medical Information Industry Co., Ltd. (廣州市三甲醫療信息產業有限公司) since June 2015, Guangdong Lanca Medical Device Technology Co., Ltd. (廣東朗呈醫療器械科技有限公司) since September 2015, Shanghai Akmpath Biotechnology Co., Ltd. (上海菲爾紹阿克曼生物科技有限公司) since August 2018, Shanghai OPM Biosciences Co., Ltd. (上海奧浦邁生物科技有限公司) since October 2018, Shanghai Akmpath Medical Laboratory Co., Ltd. (上海阿克曼醫學檢驗所有限公司) since October 2018. She has also been supervisor of Shenzhen Kairuikang Information Technology Co., Ltd. (深圳市凱瑞康信息技術有限公司) and Guangdong OptoMedic Technologies Inc. (廣東歐譜曼迪科技有限公司) since January 2016 and August 2016, respectively. Ms. Li served as investment manager at Guangzhou Technology Venture Capital Co., Ltd. (廣州科技創業投資有限公司) from February 2004 to August 2007. She served as investment director at Guangzhou Hiway Capital Co., Ltd. (廣州海匯投資管理有限公司) from August 2007 to March 2011. Ms. Li obtained her bachelor's degree in biochemistry and molecular biology from Nankai University (南開大學) in July 1999. She received her master's degree in biochemistry and molecular biology from Nankai University in July 2002.

Jieyu ZOU (鄒潔羽), aged 30, was appointed as a Supervisor on June 14, 2016. Ms. Zou joined Lilly Asia Ventures (禮來亞洲基金) in June 2015, where she served as an investment manager, a senior investment manager, a vice president and has been an executive director since September 2019. From February 2014 to April 2015, Ms. Zou served as an investment manager at Fosun Hightech Group Co., Ltd. (復星高科技集團有限公司) and was responsible for investment project management. From 2012 to 2014, Ms. Zou served as a research associate at Michael Allen Company, where she was primarily responsible for providing consulting services. Ms. Zou graduated from Peking University with a bachelor's degree in biology in July 2010. She received a master of public health degree from Yale University in May 2012.

NOTICE OF 2019 ANNUAL GENERAL MEETING

CanSino Biologics Inc. **康希諾生物股份公司**

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock code: 6185)

NOTICE OF 2019 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2019 annual general meeting (the “AGM”) of CanSino Biologics Inc. (the “Company”) will be held at 15th Floor, Holiday Inn Binhai Tianjin, No. 86 First Street, Economic and Technological Development Zone, Binhai New Area, Tianjin on Friday, May 15, 2020 at 9:30 a.m. for the following purposes:

ORDINARY RESOLUTIONS

- 1 To consider and approve the report of the board of directors of the Company for the year 2019;
- 2 To consider and approve the report of the board of supervisors of the Company for the year 2019;
- 3 To consider and approve the annual report of the Company and its subsidiary for the year 2019;
- 4 To consider and approve the financial accounts report of the Company and its subsidiary for the year 2019;
- 5 To consider and approve the financial budget of the Company and its subsidiary for the year 2020;
- 6 To consider and approve the annual profit distribution plan for the year 2019;
- 7 To consider and approve the re-appointment of PricewaterhouseCoopers Zhong Tian LLP (普華永道中天會計師事務所(特殊普通合夥)) and PricewaterhouseCoopers as the PRC financial report auditors and international financial report auditors of the Company for 2020, respectively, for a term until the conclusion of the 2020 annual general meeting of the Company, and authorized the chief executive officer of the Company to determine the specific matters, including but not limited to their remunerations, in relation to such appointment;
- 8 To consider and approve the election of Directors of the second session of Board of Directors:
 - 8.1 election of Dr. Xuefeng YU as an executive director of the Company;
 - 8.2 election of Dr. Shou Bai CHAO as an executive director of the Company;
 - 8.3 election of Dr. Tao ZHU as an executive director of the Company;
 - 8.4 election of Dr. Dongxu QIU as an executive director of the Company;
 - 8.5 election of Mr. Qiang XU as a non-executive director of the Company;

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- 8.6 election of Mr. Liang LIN as a non-executive director of the Company;
- 8.7 election of Ms. Nisa Bernice Wing-Yu LEUNG as a non-executive director of the Company;
- 8.8 election of Mr. Zhi XIAO as a non-executive director of the Company;
- 8.9 election of Mr. Shiu Kwan Danny WAI as an independent non-executive director of the Company;
- 8.10 election of Ms. Zhu XIN as an independent non-executive director of the Company;
- 8.11 election of Mr. Shuifa GUI as an independent non-executive director of the Company; and
- 8.12 election of Mr. Jianzhong LIU as an independent non-executive director of the Company;
- 9 To consider and approve the election of Supervisors of the second session of the Board of Supervisors:
 - 9.1 election of Ms. Jiangfeng Li as a supervisor of the Company; and
 - 9.2 election of Ms. Jieyu Zou as a supervisor of the Company;
- 10 To consider and approve the proposed remuneration plan for executive directors and non-executive directors of the Company;
- 11 To consider and approve the proposed remuneration plan for independent non-executive directors of the Company;
- 12 To consider and approve the proposed remuneration plan for supervisors of the Company; and
- 13 To consider and approve the proposed new credit applications.

SPECIAL RESOLUTION

- 14 To grant a general mandate to the Board to issue, allot and deal with additional domestic shares, unlisted foreign shares and H shares not exceeding 20% of each of the total number of the domestic shares, unlisted foreign shares and H shares respectively in issue as at the date of passing the resolution, and to authorize the Board to make amendments to the articles of association of the Company as it thinks fit so as to reflect the new share capital structure upon the issue or allotment of additional shares pursuant to the General Mandate.

For and on behalf of the Board
CanSino Biologics Inc.
Xuefeng YU
Chairman of the Board

Hong Kong, April 9, 2020

NOTICE OF 2019 ANNUAL GENERAL MEETING

Notes:

- 1 All resolutions at the AGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The results of the poll will be published on the websites of the Company at www.cansinotech.com and Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the AGM.
- 2 Any shareholder entitled to attend and vote at the AGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.
- 3 In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notorially certified copy of such power of attorney or authority, must be completed and returned to the Company's headquarters and registered office in the PRC (for holders of domestic shares and unlisted foreign shares) or the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares), at least 24 hours before the AGM (i.e. before 9:30 a.m. on May 14, 2020) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a shareholder from attending and voting at the AGM or any adjourned meeting thereof should he/she so wish.
- 4 For the purpose of determining the list of holders of H shares who are entitled to attend the AGM, the H share register of members of the Company will be closed from April 15, 2020 to May 15, 2020, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the AGM, unregistered holders of the shares shall ensure all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on April 14, 2020 for registration.
- 5 In case of joint shareholders, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
- 6 Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
- 7 A shareholder or his/her proxy should produce proof of identity when attending the AGM.
- 8 References to date and time in this notice are to Hong Kong dates and time.

As at the date of this notice, the Board of Directors comprises Dr. Xuefeng YU, Dr. Shou Bai CHAO, Dr. Tao ZHU and Dr. Dongxu QIU as executive Directors, Mr. Qiang XU, Mr. Liang LIN, Ms. Nisa Bernice Wing-Yu LEUNG and Mr. Zhi XIAO as non-executive Directors, and Mr. Shiu Kwan Danny WAI, Ms. Zhu XIN, Mr. Shuifa GUI and Mr. Jianzhong LIU as independent non-executive Directors.