HENRY HE

Shanghai

+86 21 2208 1185

henry.he@fangdalaw.com

PRACTICE AREA

MR. HE SPECIALIZES IN CROSS-BORDER TRANSACTIONS INVOLVING COMPLEX BUSINESS, INTELLECTUAL PROPERTY, OPERATIONAL AND LEGAL ISSUES, INCLUDING STRATEGIC PARTNERSHIPS, PRODUCT AND TECHNOLOGY LICENSING (IN/OUT), ASSET ACQUISITIONS AND DIVESTITURES, PLATFORM DISCOVERY AND OPTION DEALS. ADDITIONALLY, MR. HE COUNSELS LIFE SCIENCES CLIENTS ON DAY-TO-DAY OPERATIONAL MATTERS INVOLVING CLINICAL TRIALS, REGULATORY COMPLIANCE, DRUG SUPPLY AND PROMOTION, RESEARCH AND COMMERCIALIZATION COLLABORATIONS.

Education

- East China University of Political Sciences and Law, LL.B; LL.M
- University of Wisconsin-Madison, LL.M

Professional Qualification

- Admitted to practice in Massachusetts
- Admitted to practice in PRC

Work Language

- Mandarin
- English

REPRESENTATIVE MATTERS AND CASES

Licensing and Corporate Partnering

- Represented Zelgen Biopharmaceuticals in its entering into a Collaboration and Option to License Agreement with AbbVie for the global development and commercialization of ZG006, a clinical stage DLL3/DLL3/CD3 trispecific T-cell engager, under which Zelgen will receive an upfront payment of US$100 million, near-term clinical development milestone payment and option-related fees of up to US$60 million; and if AbbVie exercises the option, is eligible to receive milestone payments of up to US$1.075 billion, as well as tiered royalties from high-single-digit to middle-double-digits on net sales of products.
- Represented Qyuns Therapeutics, a Hong Kong-listed (2509.HK) biopharmaceutical company focused on discovering, developing and manufacturing innovative pharmaceutical products in numerous transactions including:
    - a licensing and collaboration agreement with F. Hoffmann-La Roche Ltd for the global development, manufacture and commercialization of QX031N, a pre-clinical stage long-acting TSLP/IL-33 bispecific antibody, under which Qyuns Therapeutics will receive an upfront payment of US$75 million and is eligible to receive up to US$995 million milestone payments associated with the development, regulatory approval, and commercialization of the product, as well as tiered royalties on potential future product sales.
    - its granting Caldera Therapeutics (NewCo, co-founded by prominent investors Lilly Asia Ventures, Atlas Venture, and venBio) a global exclusive license to develop, manufacture, and commercialize QX030N (a bispecific antibody program in the field of autoimmune diseases) and acquiring an equity interest in Caldera Therapeutics.
    - a license and collaboration agreement with Windward Bio for the worldwide (ex-Greater China)

Professional Background

- Mr. He joined Fangda as a partner in 2023. Prior to joining the firm, Mr. He worked as the Board Secretary, Associate Vice President and General Counsel at CStone Pharmaceuticals (2616.HK), a well-renowned public biopharmaceutical company. Before moving in-house, Mr. He had worked at two reputable international law firms (Cooley LLP and Baker & McKenzie) for many years, representing venture capital funds, emerging companies and multinational corporations with exposure to early-stage financing and pre-IPO restructuring, licensing, venture capital, offshore/onshore ESOP matters and corporate M&A.

development, manufacture and commercialization of QX027N, a clinical stage long-acting TSLP/IL-13 bispecific antibody, under which Qyuns Therapeutics will receive a total of up to US$700 million payments, including an upfront payment, an equity interest of Windward Bio, development and commercial milestone payments, plus tiered royalties on net sales of QX027N in the licensed territory.

- Represented Health Hope Pharma (HHP) in its entering into a global licensing and collaboration agreement with Gilead Sciences for Encequidar, a first-in-class P-glycoprotein (P-gp) inhibitor in the field of virology.
- Represented Genrix Bio (688443.SH) in granting Cullinan Therapeutics (CGEM.Nasdaq) an exclusive license to develop, manufacture and commercialize Genrix Bio's Velinotamig, a clinical-stage BCMAxCD3 bispecific T cell engager for autoimmune diseases in the ex-Greater China territory.
- Represented Kanghua (300841.SZ) in granting HilleVax (HLVX.Nasdaq) the exclusive rights to develop, manufacture and commercialize Kanghua's hexavalent virus-like particle (VLP) vaccine candidate for norovirus in the ex-Greater China territory.
- Represented TJ Bio to enter into a strategic collaboration with Sanofi for developing, manufacturing and commercializing the globally innovative asset CD73 monoclonal antibody (Uliledlimab) in Greater China.
- Represented LaNova Medicines in granting MSD an exclusive global to develop, manufacture and commercialize LM-299, a novel investigational PD-1/VEGF bispecific antibody, including handling upstream licensing arrangements, under which LaNova will receive an upfront payment of US$588 million and is eligible to receive up to US$2.7 billion in milestone payments associated with the progress of LM-299 across multiple indications.
- Represented OTR Therapeutics in entering multi-program strategic collaboration and license agreement with Zealand Pharma (ZEAL.US) to develop novel therapeutics for metabolic diseases, with potential aggregate consideration up to US$2.5 billion.
- Represented Excalipoint Therapeutics on the establishment of NewCo, its Series A financing (jointly led by prominent investors HongShan Capital, YuanBio Capital, and Apricot Capital), and the worldwide licensing of a portfolio of multi-specific T-cell engager assets from Lepu Biopharma (2157.HK), a leading Chinese pharmaceutical company.
- Represented Hansoh Pharma (3692.HK) in its transaction where Hansoh Pharma exclusively granted the ex-China development, manufacture, and commercialization rights of three central nervous system (CNS) drug therapies to a newly established corporate entity (NewCo) backed by U.S. venture capital funds, while obtaining a minority equity stake in such NewCo.
- Represented MingMed Biotech in its out-licensing partnership with Elanco Animal Health with respect to its JAK small molecule inhibitor for companion animals in Greater China.
- Represented CStone Pharmaceuticals, a Hong Kong-listed (2616.HK) biopharmaceutical company focused on developing and commercializing innovative pharmaceutical products in numerous transactions including:
    - an Asset Purchase Agreement and a Transition Plan Agreement with Les Laboratoires Servier under which Servier acquired the TIBSOVO® (Ivosidenib, IDH1 inhibitor) business and any goodwill thereof, including the transferred assets, in Greater China and Singapore.
    - in strategic out-licensing partnerships for commercialization of Sugemalimab (anti-PD-L1 mAb) with Istituto Gentili across Western Europe and the UK, with Ewopharma in Switzerland and Central & Eastern European countries, with SteinCares in in Latin America, and with Pharmalink in the Middle East and North Africa countries, respectively.
    - in a collaboration with 3SBio Inc. for the exclusive commercialization right to anti-PD-1 monoclonal antibody (nofazinlimab) in mainland China
    - in granting an exclusive commercial promotion right to Allist (688578.SH), with respect to its approved RET inhibitor Gavreto® (pralsetinib) in mainland China.
    - in a collaboration with Hengrui Pharmaceuticals (600276.SH) for the development and commercialization rights to CTLA-4 mAb (CS1002) in Greater China.
- Represented Jikang Therapeutics in granting BioAge Labs (BIOA.Nasdaq) an exclusive option to through joint

research collaboration in-license Jikang's novel apelin receptor (APJ) agonist nanobody program and if exercised, to globally develop, manufacture and commercialize Jikang's novel APJ agonist nanobody.

- Represented Zelgen Biopharmaceuticals in its out-licensing collaboration with Merck to grant an exclusive commercialization rights for Zelgen's self-developed rhTSH injection in Chinese mainland.
- Represented UCB on its strategic collaboration with BioRay with respect to the exclusive commercialization of IL-17A and IL-17F inhibitor Bimzelx® (bimekizumab) in China.
- Represented Adlai Nortye Ltd. (NASDAQ: ANL) in a license agreement with ASK Pharma for the exclusive development, manufacture and commercialization of its proprietary pan-RAS (ON) inhibitor AN9025 in Greater China.
- Represented Bao Pharmaceutical and its wholly-owned subsidiary Centergene Pharmaceuticals to enter into a Licensing Agreement with Organon for exploiting the innovative investigational asset in assisted reproductive technology (ART), SJ02, a long-acting FSH in BLA Process in China Mainland.
- Represented CSPC's wholly-owned subsidiary Shanghai JMT-BIO to enter into an exclusive license agreement with Jiangsu Alphamab for developing and commercializing JSKN003 (a biparatopic HER2-targeting antibody-drug conjugate/ADC) in Mainland China, with upfront payment plus near-term development milestones amounting to approx. US$100 million.
- Represented TargetRx in an exclusive commercialization transaction with Simcere Zaiming with respect to its clinical-stage anti-tumor candidate drug, ALK/ROS1 dual receptor tyrosine kinase inhibitor (TGRX-326) in mainland China, with an upfront payment exceeding US$20 million.
- Represented Hengrui Pharmaceuticals (600276.SH) in its out-licensing partnership with Aiolos Bio for the worldwide (ex-Greater China) exploitation of Hengrui's innovative anti-TSLP monoclonal antibody (SHR-1905).
- Represented Anheart Therapeutics in granting an exclusive commercialization right with respect to Anheart's lead drug candidate Taletrectinib to Innovent for PRC market and to Nippon Kayaku, a Japanese listed company, for Japan market, respectively.
- Advised on the exclusive collaboration and license agreement with LegoChem Biosciences Inc. to develop, manufacture and commercialize LCB71 (ROR1 ADC) for entire world excluding Korea.
- Represented Sanegene Bio on its strategic collaboration with Huadong Medicine (0963.SZ) with respect to the siRNA drug development for chronic metabolic diseases.
- Represented CStone Pharmaceuticals on China MAH transfer for GAVRETO® (pralsetinib) partnering with Roche and Blueprint Medicines on drug supply, manufacturing technology transfer, global clinical development and regulatory matters.

Regulatory Advisory and General Corporate

- Representing various multinational and domestic life sciences clients including AstraZeneca, Biogen, Boehringer Ingelheim, Brii Biosciences, CStone Pharmaceuticals, Everest Medicines, Frazier Life Sciences, Hasten Pharmaceuticals, Hengrui Pharmaceuticals, IASO, Insilico Medicine, Laekna Therapeutics, LaNova Medicines, Legend Biotech, MSD, Novartis AG, Roche Pharmaceuticals, Sanegene Bio, Swift Bridge Bio, InnoRNA, UCB, Vera Therapeutics, WuXi AppTec, Yiling Pharma and Zai Lab, on regulatory advisory and compliance matters arising from day-to-day operations, e.g., research and development projects, clinical trials, HGR (human genetic resources) matters, marketing authorization, drug product supply, distribution, advertising and promotion.

Merger & Acquisitions, Venture Capital and Emerging Companies

- Represented AnHeart Therapeutics in Nuvation Bio (NUVB, NYSE)'s acquisition of AnHeart Therapeutics in an all-stock transaction.
- Represented CStone Pharmaceuticals in Series B financing, pre-IPO restructuring, licensing, early-stage

collaboration and offshore/onshore ESOP-related matters.

- Represented Synvida Bio in its series A financing, with an aggregate fundraising amount of approx. RMB200 million, led by Longpan Investment and Shanghai Healthcare Capital (SHC).
- Represented Excalipoint Therapeutics on the establishment of NewCo and its Series A financing (jointly led by prominent investors HongShan Capital, YuanBio Capital, and Apricot Capital).
- Represented ABM Therapeutics in its Series A financing and general corporate matters.
- Represented Qiming Ventures and BioTrack Capital as the lead investors in its equity investment in the Series C financing of Bioheng Therapeutics (a clinical-stage biotech focusing on CAR-T therapies).
- Represented Qiming Ventures in its investment as lead investor in Series A financing of NeuHyll Therapeutics Inc.
- Represented BioTrack Capital in its investment as lead investor in Series Angel and Series Pre-A financings of SciBrunch Therapeutics.
- Represented Shanghai Healthcare Capital in its investment as lead investor in Series B+ financing of Hexaell Biotech (a clinical-stage biotech focusing on developing novel cell therapies and regenerative medicines for severe liver diseases) with an aggregate fundraising exceeding RMB200 million.
- Represented Eight Roads Ventures as the lead investor in its equity investment in the Series A financing of New Trials Medical Technology with the aggregate fundraising size over RMB100million.
- Represented Kyowa Kirin in its business restructuring of the APAC region through a serial transactions of transferring all rights and interests of Kyowa Kirin China to Hong Kong WinHealth Pharma Group ("WinHealth") and granting a license to WinHealth to commercialize and manufacture five original branded commercial-stage drugs in China and to commercialize two global products in China.
- Represented BioBay in its forming a joint venture, Suqiao Pharma (an one-stop CDMO service provider) with C-Bridge Capital in Suzhou.
- Represented various venture capital funds including Eight Roads Ventures, BioTrack Capital, Shanghai Healthcare Capital, Qiming Ventures, Yunfeng Capital, OrbiMed, GGV, Matrix China Partners, Decheng Capital in investments/exit transactions across life science, healthcare, e-commerce, financial services, telecommunication and education sectors.
- Represented various emerging growth companies including AlphaMab Oncology, Curative Medical, Genebox, ABM Therapeutic, Quantifeed, Cashshield, Carousell, Gshopper, Yamibuy, Hycor on equity financings (covering series seed through pre-IPO round), restructuring and asset acquisitions.

Publications/Articles

- Co-author, "Encountering and Anchoring Opportunities in an Era of Uncertainty: Exploring the Trends and Core Risks of Mergers and Acquisitions of Chinese Biotech Companies", Legal 500 (September 2024)(1)
- Co-author, "China life sciences: Transaction insights and notable industry trends", Legal 500 (February 2024)(2)
- Co-author, "Life Sciences Yearbook 2024: China life sciences Q&A ", Legal 500 (February 2024)(3)