

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 21, 2021**

**ZAI LAB LIMITED**

(Exact name of registrant as specified in its charter)

**Cayman Islands**  
(State or other jurisdiction of  
incorporation or organization)

**001-38205**  
(Commission  
File Number)

**98-1144595**  
(I.R.S. Employer  
Identification No.)

**4560 Jinke Road  
Bldg. 1, Fourth Floor Pudong  
Shanghai, China**  
(Address of principal executive offices)

**201210**  
(Zip Code)

**+86 21 6163 2588**  
(Registrant's Telephone Number, Including Area Code)

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
<b>American Depositary Shares, each representing 1 Ordinary Share, par value \$0.00006 per share Ordinary Shares, par value \$0.00006 per share*</b>	<b>ZLAB  9688</b>	<b>The Nasdaq Global Market  The Stock Exchange of Hong Kong Limited</b>

\* Included in connection with the registration of the American Depositary Shares with the Securities and Exchange Commission. The ordinary shares are not registered or listed for trading in the United States but are listed for trading on The Stock Exchange of Hong Kong Limited

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On December 22, 2021, Zai Lab Limited (the “Company”) announced the promotion of Harald Reinhart, M.D., from his current role as Chief Medical Officer to President and Head of Global Development for Neuroscience, Autoimmune and Infectious Diseases. Dr. Reinhart, age 70, has been with the Company since inception, first as an advisor and since 2017, as Chief Medical Officer responsible for the autoimmune and infectious diseases portfolio.

Prior to joining the Company, Dr. Reinhart served at Shionogi U.S. as Senior Vice President and Head of Clinical Development and Medical Affairs directing a broad portfolio of antibiotics, diabetes, allergy, and pain medications. Between 2003 and 2011, he was with Novartis as Vice President and Therapeutic Area Head, Clinical Development and Medical Affairs, where he oversaw successful regulatory filings for *Coartem*, *Famvir*, *Sebivo*, and *Cubicin*, and managed clinical development teams for infectious disease, immunity, transplantation, and renal disease. At Bayer Corp, he was international clinical project lead for ciprofloxacin and acarbose, and managed various other compounds.

Dr. Reinhart holds a doctorate in medicine from the University of Würzburg in Germany where he trained in surgery, anesthesiology, and internal medicine. He completed his medical and subspecialty training in the U.S. with board-certifications in internal medicine and infectious diseases. He is currently on faculty at Yale School of Medicine as Adjunct Clinical Professor of infectious diseases.

On December 21, 2021, upon the recommendation of the Compensation Committee, the Board of Directors of the Company (the “Board”) approved the promotion of Dr. Reinhart, effective immediately. In connection with the promotion, the Board voted to increase Dr. Reinhart’s base salary and target bonus commencing fiscal year 2022, as well as Dr. Reinhart’s target bonus for fiscal year 2021, to be commensurate with other executive officers of the Company of equal office as Dr. Reinhart. The specific compensation details resulting from Dr. Reinhart’s promotion is unavailable at the time of this filing. The Company will make a subsequent filing when such information is determined and becomes available.

The Board also approved a special equity grant of 30,000 restricted share units, with 50% vesting immediately and the other 50% vesting on December 31, 2022.

In accordance with the Company’s customary practice, the Company previously entered into an indemnification agreement with Dr. Reinhart, which requires the Company to indemnify Dr. Reinhart against certain liabilities that may arise in connection with his status or service as an officer. The foregoing description is qualified in its entirety by the full text of the form of indemnification agreement, which was filed with the Securities and Exchange Commission (the “SEC”) as Exhibit 10.23 to the Company’s Annual Report on Form 10-K filed on March 1, 2021 and which is incorporated herein by reference.

There is no arrangement or understanding between Dr. Reinhart and any other person pursuant to which Dr. Reinhart was selected as an officer. There are no transactions involving Dr. Reinhart requiring disclosure under Item 404(a) of Regulation S-K of the SEC.

A copy of the press release announcing Dr. Reinhart’s promotion is filed as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

Exhibit No.	Description
99.1	<a href="#">Press Release issued by Zai Lab Limited on December 22, 2021.</a>
104	The cover page of this Current Report on Form 8-K is formatted in Inline XBRL

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ZAI LAB LIMITED**

By: /s/ Samantha Du  
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Samantha Du  
Chief Executive Officer

Date: December 22, 2021



## **Zai Lab announces promotion of Harald Reinhart M.D. to President and Head of Global Development, Neuroscience, Autoimmune and Infectious Diseases**

SHANGHAI, SAN FRANCISCO, and CAMBRIDGE, Mass., Dec. 22, 2021 (GLOBE NEWSWIRE) — Zai Lab Limited (NASDAQ: ZLAB; HKEX: 9688), a patient-focused, innovative, commercial-stage, global biopharmaceutical company, today announced the promotion of Harald Reinhart, M.D., from his current role as Chief Medical Officer (CMO) to President and Head of Global Development for Neuroscience, Autoimmune and Infectious Diseases. Dr. Reinhart has been with the company since inception, first as an advisor and since 2017, as Chief Medical Officer responsible for the autoimmune and infectious diseases portfolio.

“Harald has played a pivotal role in building Zai Lab’s broad and deep pipeline in autoimmune, infectious diseases and neuroscience,” said Dr. Samantha Du, Founder, Chairperson and CEO at Zai Lab. “This promotion not only recognizes Harald’s tremendous contributions but will also empower him to further build a leading clinical team across these therapeutic areas.”

Prior to joining Zai Lab, Dr. Reinhart served at Shionogi U.S. as Senior Vice President and Head of Clinical Development and Medical Affairs directing a broad portfolio of antibiotics, diabetes, allergy, and pain medications. Between 2003 and 2011, he was with Novartis as Vice President and Therapeutic Area Head, Clinical Development and Medical Affairs, where he oversaw successful regulatory filings for *Coartem*, *Famvir*, *Sebivo*, and *Cubicin*, and managed clinical development teams for infectious disease, immunity, transplantation, and renal disease. At Bayer Corp, he was international clinical project lead for ciprofloxacin and acarbose, and managed various other compounds.

Dr. Reinhart holds a doctorate in medicine from the University of Würzburg in Germany where he trained in surgery, anesthesiology, and internal medicine. He completed his medical and subspecialty training in the U.S. with board-certifications in internal medicine and infectious diseases. He is currently on faculty at Yale School of Medicine as Adjunct Clinical Professor of infectious diseases.

“It has been a phenomenal experience working at Zai Lab for the last seven years helping to bring transformative medicines to patients. I’m grateful for Samantha’s support and look forward to developing more medicines that truly make a difference in the lives of patients,” said Dr. Reinhart. “I feel privileged to work every day with world-class colleagues at Zai Lab who share a unified vision for innovative drug development.”

### **About Zai Lab**

Zai Lab Limited (NASDAQ: ZLAB; HKEX: 9688) is a patient-focused, innovative, commercial-stage, global biopharmaceutical company focused on developing and commercializing therapies that address medical conditions with unmet needs in oncology, autoimmune disorders, infectious diseases, and neuroscience. To that end, our experienced team has secured partnerships with leading global biopharmaceutical companies to generate a broad pipeline of innovative marketed products and product candidates. We have also built an in-house team with strong product discovery and translational research capabilities and are establishing a pipeline of proprietary product candidates with global rights. Our vision is to become a leading global biopharmaceutical company, discovering, developing, manufacturing, and commercializing our portfolio to impact human health worldwide.

## Zai Lab Safe Harbor

This press release contains statements about future expectations, plans and prospects, including, without limitation, statements relating to drug development and commercialization. These forward-looking statements may contain words such as “aim,” “anticipate,” “believe,” “could,” “estimate,” “expect,” “forecast,” “goal,” “intend,” “may,” “plan,” “possible,” “potential,” “will,” “would” and other similar expressions. Such statements constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are not statements of historical fact nor are they guarantees or assurances of future performance. Forward-looking statements are based on our expectations and assumptions as of the date of this press release and are subject to inherent uncertainties, risks and changes in circumstances that may differ materially from those contemplated by the forward-looking statements. Actual results may differ materially from those indicated by such forward-looking statements as a result of various important factors, including but not limited to (1) our ability to successfully commercialize and generate revenue from our approved products; (2) our ability to finance its operations and business initiatives and obtain funding for such activities, (3) our results of clinical and pre-clinical development of our product candidates, (4) the content and timing of decisions made by the relevant regulatory authorities regarding regulatory approvals of our product candidates, (5) the effects of the novel coronavirus (COVID-19) pandemic on our business and general economic, regulatory and political conditions and (6) the risk factors identified in our most recent annual or quarterly report and in other reports we have filed with the U.S. Securities and Exchange Commission. We anticipate that subsequent events and developments will cause our expectations and assumptions to change and we undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by law. These forward-looking statements should not be relied upon as representing our views as of any date subsequent to the date of this press release.

For additional information about the company, please visit [www.zailaboratory.com](http://www.zailaboratory.com) or follow us at [www.twitter.com/ZaiLab\\_Global](https://www.twitter.com/ZaiLab_Global).

For more investor-related information about Zai Lab, please go to [www.SEC.gov](http://www.SEC.gov) or visit [www.zailaboratory.com](http://www.zailaboratory.com).

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Zai Lab Limited