

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 14A  
Proxy Statement Pursuant to Section 14(a)  
of the Securities Exchange Act of 1934

(Amendment No. \_\_)

Filed by the Registrant   
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement  
 Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material Pursuant to § 240.14a-12

**XENETIC BIOSCIENCES, INC.**  
(Name of Registrant as Specified In Its Charter)

N/A  
(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box)

- No fee required.  
 Fee paid previously with preliminary materials.  
 Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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# Your **Vote** Counts!

**XENETIC BIOSCIENCES, INC.**

2022 Annual Meeting  
Vote by December 6, 2022  
11:59 PM ET

XENETIC BIOSCIENCES, INC.  
345 CONCORD STREET  
FRAMINGHAM, MA 01701



D91761-P80918

## You invested in XENETIC BIOSCIENCES, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on December 7, 2022.**

### Get informed before you vote

View the Notice and Proxy Statement, Form 10-K and Form 10-K/A online OR you can receive a free paper or email copy of the material(s) by requesting prior to November 23, 2022. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and  
vote without entering a  
control number



#### Vote Virtually at the Meeting\*

December 7, 2022  
9:30 AM EST

Virtually at:  
[www.virtualshareholdermeeting.com/XBIO2022](http://www.virtualshareholdermeeting.com/XBIO2022)

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the more complete proxy materials that are available to you on the Internet or by mail. We encourage you to access and review all of the important information contained in the proxy materials before voting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b> 01) Grigory Borisenko      04) Jeffrey Eisenberg      07) Alexey Vinogradov 02) James Callaway      05) Roger Kornberg 03) Firdaus Jal Dastoor    06) Adam Logal	✔ For
2. To ratify the selection by the Audit Committee of Marcum LLP as the independent registered public accounting firm of the Company for its fiscal year ending December 31, 2022.	✔ For
3. Non-binding advisory vote to approve the Company's named executive officer compensation.	✔ For
4. Approval of an amendment to the Company's Articles of Incorporation to increase the authorized shares of the Company's common stock.	✔ For
In their discretion, the proxies are authorized to vote upon such other business as may properly come before the meeting or any postponement or adjournment thereof.	
Prefer to receive an email instead? While voting on <a href="http://www.ProxyVote.com">www.ProxyVote.com</a> , be sure to click "Sign up for E-delivery".	