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**中生北控生物科技股份有限公司**  
**BIOSINO BIO-TECHNOLOGY AND SCIENCE INCORPORATION**  
*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 8247)

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The board of directors (the “**Board**”) of Biosino Bio-Technology and Science Incorporation (the “**Company**”) hereby announces that, the second meeting of the eighth session of the Board was convened on 19 July 2023 by way of circulation of written resolutions by all members of the Board, the Board considered and approved, among other things, the resolution in relation to the proposed amendments to the articles of association of the Company (the “**Articles of Association**”).

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

On 17 February 2023, the State Council (the “**State Council**”) of the People’s Republic of China (“**PRC**”) issued the Decision of the State Council to Repeal Certain Administrative Regulations and Documents (《國務院關於廢止部分行政法規和文件的決定》) (the “**Decision**”), which includes the repeal of Special Regulations on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (《國務院關於股份有限公司境外募集股份及上市的特別規定》) issued by the State Council on 4 August 1994. On the same date, the China Securities Regulatory Commission (the “**CSRC**”) issued the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (《境內企業境外發行證券和上市管理試行辦法》) (the “**Trial Measures**”) and relevant guidelines, which includes the repeal of the Notice on the Implementation of the Mandatory Provisions for Companies Listing Overseas (《關於執行〈到境外上市公司章程必備條款〉的通知》). The Decision and the Trial Measures have been effective since 31 March 2023 (the “**PRC Regulation Changes**”). From the effective date of the Decision and the Trial Measures, PRC issuers shall formulate their articles of association with reference to the Guidelines for the Articles of Association of Listed Companies (《上市公司章程指引》) instead of the Mandatory Provisions for Companies Listing Overseas (《到境外上市公司章程必備條款》) (the “**Mandatory Provisions**”). In view of the above PRC Regulation Changes, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) also released a consultation paper “Rule Amendments Following Mainland China Regulation Updates and Other Proposed Rule Amendments Relating to PRC Issuers” (the “**Consultation Paper**”) on 24 February

2023, stipulating the consequential amendments to the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules Amendments**”). On 21 July 2023, the Stock Exchange published conclusions to the Consultation Paper on the GEM Listing Rules Amendments, which will come into effect on 1 August 2023. In particular, the Stock Exchange will make consequential rule amendments to (a) remove the class meeting and related requirements for the share issuance and repurchase by PRC issuers; (b) repeal Appendix 11C to the GEM Listing Rules, which required PRC issuers’ articles of association to include the Mandatory Provisions and other ancillary requirements; (c) amend the GEM Listing Rules in Chapters 12 and 25 to reflect the CSRC record filing regime; (d) remove the arbitration clause for disputes involving H shareholders as required under the Mandatory Provisions; and (e) modify the other GEM Listing Rules that address issues arising from domestic shares and H shares being treated as different classes. Accordingly, the Company proposes to amend its existing Articles of Association to comply with the requirements of the GEM Listing Rules and the applicable laws and regulations of the PRC.

According to the Articles of Association and the relevant laws and regulations, the proposed amendments to the Articles of Association (the “**Articles Amendments**”) will take effect subject to the approval of the shareholders of the Company at each of the Shareholders’ Meetings by way of a special resolution. A special resolution in relation to the Articles Amendments will be proposed at each of the Shareholders’ Meetings for the approval by the shareholders of the Company. The Articles of Association are prepared in Chinese with no official English version. Save for the Articles Amendments, the other articles in the existing Articles of Association will remain unchanged.

## **GENERAL**

A circular will be despatched to the shareholders of the Company as soon as practicable in accordance with relevant requirements of the Articles of Association and the GEM Listing Rules setting out, among other things, further details of the Articles Amendments.

For and on behalf of the Board  
**Biosino Bio-Technology and Science Incorporation**  
**Wu Lebin**  
*Chairman and Executive Director*

Beijing, the PRC, 28 July 2023

As at the date of this announcement, the Board comprises:

*Chairman and executive Director*

Mr. Wu Lebin (吳樂斌先生)

*Vice chairmen and non-executive Directors*

Dr. Sun Zhe (孫哲博士) and Mr. Chen Zhengyong (陳正永先生)

*President and executive Director*

Mr. Chen Peng (陳鵬先生)

*Non-executive Directors*

Mr. Li Zhonghua (李忠華先生) and Dr. Gao Guangxia (高光俠博士)

*Independent non-executive Directors*

Prof. Shen Zuojun (沈佐君教授), Mr. Lu Qi (陸琪先生) and Prof. Shen Jiangan (沈劍剛教授)

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM 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, (1) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (2) there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its posting and on the website of the Company at [www.zhongsheng.com.cn](http://www.zhongsheng.com.cn).*