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深圳市海王英特龍生物技術股份有限公司  
**SHENZHEN NEPTUNUS INTERLONG BIO-TECHNIQUE COMPANY LIMITED\***  
*(a joint stock limited company incorporated in the People's Republic of China)*  
**(Stock Code: 8329)**

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by Shenzhen Neptunus Interlong Bio-technique Company Limited\* (the “**Company**”) pursuant to Rule 17.50(1) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the articles of association of the Company (the “**Articles of Association**”) in order to, among other things, bring the Articles of Association in line with (i) the latest regulatory requirements in relation to the expanded paperless listing regime and the electronic dissemination of corporate communications by listed issuers and (ii) the relevant amendments made to the GEM Listing Rules which took effect from 31 December 2023 (collectively, the “**Proposed Amendments**”).

The Proposed Amendments are subject to the approval of the shareholders by way of passing a special resolution at the annual general meeting of the Company to be held on 21 June 2024 (the “**AGM**”). A circular containing, among other things, particulars relating to the Proposed Amendments with a notice convening the AGM will be despatched to the shareholders in due course. For details of the Proposed Amendments, please refer to the Appendix to this announcement.

By order of the Board  
**Shenzhen Neptunus Interlong Bio-technique Company Limited\***  
**Zhang Feng**  
*Chairman*

Shenzhen, the PRC, 14 May 2024

*As at the date of this announcement, the executive Directors are Mr. Zhang Feng, Mr. Huang Jian Bo and Mr. Zhang Xiao Guang; the non-executive Directors are Mr. Zhang Yi Fei, Ms. Yu Lin and Mr. Jin Rui; and the independent non-executive Directors are Mr. Yick Wing Fat, Simon, Mr. Poon Ka Yeung and Mr. Zhang Jian Zhou.*

*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 the information contained in this announcement 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 announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from its date of publication and on the Company’s website at [www.interlong.com](http://www.interlong.com).*

*\* For identification purpose only*

## APPENDIX

Terms used in this Appendix shall have the same meanings as defined in the Articles of Association published on 13 February 2023 unless the context requires otherwise.

The Proposed Amendments are as follows:

Original Provisions	Proposed Amendments
<p><b>Article 70</b> The Company shall issue a written notice of the general meeting of shareholders 20 days prior to the convening of the annual general meeting and 15 days prior to the convening of the extraordinary general meeting informing all the registered shareholders of the matters to be examined at the meeting as well as the date and place of the meeting.</p>	<p><b>Article 70</b> The Company shall issue a <del>written</del> notice <b><u>in the form prescribed in Article 239 of the Articles of Association</u></b> of the general meeting of shareholders 20 days prior to the convening of the annual general meeting and 15 days prior to the convening of the extraordinary general meeting informing all the registered shareholders of the matters to be examined at the meeting as well as the date and place of the meeting.</p>
<p><b>Article 76</b> The notice of a general meeting of shareholders shall meet the following requirements:</p> <ol style="list-style-type: none"> <li>(1) it shall be made in writing;</li> <li>(2) it shall specify the place, date and time of the meeting;</li> <li>(3) it shall state the shareholding registration date of the shareholders who are entitled to attend the general meeting of shareholders;</li> <li>(4) it shall specify name and phone number of the appointed contact person for the meeting;</li> <li>(5) it shall describe the matters to be discussed at the meeting;</li> </ol>	<p><b>Article 76</b> The notice of a general meeting of shareholders shall meet the following requirements:</p> <ol style="list-style-type: none"> <li>(1) it shall be made in <del>writing</del> <b><u>the form prescribed in Article 239 of the Articles of Association</u></b>;</li> <li>(2) it shall specify the place, date and time of the meeting;</li> <li>(3) it shall state the shareholding registration date of the shareholders who are entitled to attend the general meeting of shareholders;</li> <li>(4) it shall specify name and phone number of the appointed contact person for the meeting;</li> <li>(5) it shall describe the matters to be discussed at the meeting;</li> </ol>

<p>(6) it shall provide to the shareholders the information and explanations necessary for them to make a wise decision on the matters to discussed. This principal shall apply (but not limit) when the Company proposes a merger, repurchase of shares, reorganization of share capital or other restructuring, it shall provide the specific conditions and contract (if any) of the transaction under discussions and earnestly explain the cause and result of the transaction;</p> <p>(7) it shall disclosure the nature and extent of conflict of interest, if any, of any Director, supervisor, Manager or Other Senior Executives of the Company in any matter to be discussed; and provide an explanation of the difference, if any, between the way in which the matter to be discussed would affect such Director, supervisor, Manager or Other Senior Executives in his capacity as shareholder and the way in which such matter would affect other shareholders of the same category;</p> <p>(8) it shall contain the full text of any special resolution proposed to be adopted at the meeting;</p> <p>(9) it shall contain a conspicuous statement that shareholders entitled to attend and vote have the right to entrust one or more proxies to attend and vote on their behalf and that such proxy need not be a shareholder; and</p> <p>(10) it shall state the time and place for delivery of the meeting's proxy forms.</p>	<p>(6) it shall provide to the shareholders the information and explanations necessary for them to make a wise decision on the matters to discussed. This principal shall apply (but not limit) when the Company proposes a merger, repurchase of shares, reorganization of share capital or other restructuring, it shall provide the specific conditions and contract (if any) of the transaction under discussions and earnestly explain the cause and result of the transaction;</p> <p>(7) it shall disclosure the nature and extent of conflict of interest, if any, of any Director, supervisor, Manager or Other Senior Executives of the Company in any matter to be discussed; and provide an explanation of the difference, if any, between the way in which the matter to be discussed would affect such Director, supervisor, Manager or Other Senior Executives in his capacity as shareholder and the way in which such matter would affect other shareholders of the same category;</p> <p>(8) it shall contain the full text of any special resolution proposed to be adopted at the meeting;</p> <p>(9) it shall contain a conspicuous statement that shareholders entitled to attend and vote have the right to entrust one or more proxies to attend and vote on their behalf and that such proxy need not be a shareholder; and</p> <p>(10) it shall state the time and place for delivery of the meeting's proxy forms.</p>
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**Article 77** The notice of a general meeting of shareholders shall be served on each shareholder (whether or not such shareholder is entitled to vote at the meeting) by personal delivery or pre-paid mail to the recipient's address shown in the register of shareholder. For the holders of Domestic Shares, notice of a general meeting of shareholders may also be given by public announcement.

The public announcement referred to in the preceding paragraph shall be published in one or more newspapers designated by the State Council authorities in charge of securities. Once the announcement is made, all holders of Domestic Shares shall be deemed to have received the notice of the relevant general meeting of shareholders. Such public announcement shall be published in Chinese or English pursuant to Article 239 of the Articles of Association.

~~**Article 77** The notice of a general meeting of shareholders shall be served on each shareholder (whether or not such shareholder is entitled to vote at the meeting) by personal delivery or pre-paid mail to the recipient's address shown in the register of shareholder. For the holders of Domestic Shares, notice of a general meeting of shareholders may also be given by public announcement.~~

~~The public announcement referred to in the preceding paragraph shall be published in one or more newspapers designated by the State Council authorities in charge of securities. Once the announcement is made, all holders of Domestic Shares shall be deemed to have received the notice of the relevant general meeting of shareholders. Such public announcement shall be published in Chinese or English pursuant to Article 239 of the Articles of Association.~~

**Unless otherwise provided by laws, administrative regulations and the listing rules of the place where the Company's shares are listed and the Articles of Association, the notice of the shareholders' general meeting shall be delivered to the shareholders (whether or not such shareholders have a voting right at the shareholders' general meeting) by way of a notice provided in this Articles of Association or by way of a notice permitted by the stock exchange of the place where the Company's shares are listed.**

<p><b>Article 182</b> The financial report of the Company shall be made available for inspection by shareholders 20 days prior to an annual general meeting. Each shareholder of the Company shall have the right to obtain a copy of the financial report referred to in this Chapter.</p> <p>The Company shall send copies of the said report to each holder of Overseas-Listed Foreign Shares by prepaid mail at least 21 days prior to an annual general meeting. The recipient's address shall be consistent with that showed on the register of shareholders.</p>	<p><b>Article 182</b> The financial report of the Company shall be made available for inspection by shareholders <u>at the Company's residence</u> 20 days prior to an annual general meeting. Each shareholder of the Company shall have the right to obtain a copy of the financial report referred to in this Chapter.</p> <p>The Company shall send <del>copies</del> of the said report to each holder of Overseas-Listed Foreign Shares <u>in the form prescribed in Article 239 of the Articles of Association</u> by <del>prepaid mail</del> at least 21 days prior to an annual general meeting. The recipient's address shall be consistent with that showed on the register of shareholders.</p>
<p><b>Article 185</b> The Company shall prepare and publish the annual report, the interim report and the quarterly reports in line with of the then effective provisions of the Listing Rules of the HKEX for each fiscal year. The Company shall publish the annual report no more than 3 months after the end of each fiscal year ends; prepare the interim report for the first six months of each fiscal year, and publish it within 45 days after such period ends; and prepare the quarterly reports for the first three months and the first nine months of each fiscal year respectively, and publish such reports within 45 days after such period ends respectively.</p>	<p><b>Article 185</b> The Company shall prepare and publish the annual report, <u>and</u> the interim report <del>and the quarterly reports</del> in line with of the then effective provisions of the <del>Listing Rules of the HKEX</del> <u>GEM Listing Rules</u> for each fiscal year. The Company shall publish the annual report no more than <del>3</del><u>4</u> months after the end of each fiscal year ends; <u>and</u> prepare the interim report for the first six months of each fiscal year, and publish it within <del>45 days</del><u>3 months</u> after such period ends; <del>and prepare the quarterly reports for the first three months and the first nine months of each fiscal year respectively, and publish such reports within 45 days after such period ends respectively.</del></p>

**Article 211** When the Company dismisses or does not re-appoint an accounting firm, it shall notify the accounting firm by 30 days in advance, and the accounting firm shall have the right to present its views at the general meeting of shareholders. Where an accounting firm tenders its resignation, it shall inform the general meeting of shareholders of whether there is any irregularity in the Company.

An auditor may resign his office by depositing at the Company Domicile a notice in writing which will take effect on the date of despatch of the notice or on the date specified in the notice whichever is later. The notice shall contain:

- (1) a statement that there are no circumstances in connection with his resignation which he considers should be brought to the notice of the shareholders or creditors of the issuer; or
- (2) a statement of any such circumstances which are required to be accounted for.

The Company shall within 14 days of receipt of the above mentioned notice send a copy of the notice to the competent authority. If the notice contained a statement referred to in (2) above, a copy of the notice shall be kept at the Company Domicile for inspection by the shareholders. The Company shall also send a copy of abovementioned notice to each holder of the Overseas-Listed Foreign Shares by prepaid at the recipient's addresses show in the register of shareholders.

When the auditor's notice of resignation contains a statement of circumstances which required to be accounted for, it may require the Board of Directors to convene an extraordinary general meeting for the purpose of receiving an explanation of the circumstances in connection with his resignation.

**Article 211** When the Company dismisses or does not re-appoint an accounting firm, it shall notify the accounting firm by 30 days in advance, and the accounting firm shall have the right to present its views at the general meeting of shareholders. Where an accounting firm tenders its resignation, it shall inform the general meeting of shareholders of whether there is any irregularity in the Company.

An auditor may resign his office by depositing at the Company Domicile a notice in writing which will take effect on the date of despatch of the notice or on the date specified in the notice whichever is later. The notice shall contain:

- (1) a statement that there are no circumstances in connection with his resignation which he considers should be brought to the notice of the shareholders or creditors of the issuer; or
- (2) a statement of any such circumstances which are required to be accounted for.

The Company shall within 14 days of receipt of the above mentioned notice send a copy of the notice to the competent authority. If the notice contained a statement referred to in (2) above, a copy of the notice shall be kept at the Company Domicile for inspection by the shareholders. ~~The Company shall also send a copy of abovementioned notice to each holder of the Overseas-Listed Foreign Shares by prepaid at the recipient's addresses show in the register of shareholders.~~

When the auditor's notice of resignation contains a statement of circumstances which required to be accounted for, it may require the Board of Directors to convene an extraordinary general meeting for the purpose of receiving an explanation of the circumstances in connection with his resignation.

**Article 220** The merger or division of the Company shall require the preparation of a proposal by the Board of Directors. After such proposal has been approved in accordance with the procedures specified in the Articles of Association of the Company, relevant examination and approval procedures shall be carried out according to law. Shareholders who object to such proposal on the merger or division of the Company shall have the right to require the Company or shareholders who are in favor of such proposal to purchase their shares at a fair price. The contents of resolutions approving the merger or division of the Company shall be compiled in a special document for inspection by shareholders.

Holders of Overseas-Listed Foreign Shares that are listed in Hong Kong shall be served with copies of the abovementioned document by mail.

**Article 239** Unless otherwise specified by the Articles of Association, any notice, document or written statement sent by the Company to a shareholder of H Shares shall be personally delivered to the address of every H shareholder indicated in the register of shareholders, or posted to every H shareholder by mail. A notice bound for the holders of H Shares shall be posted in Hong Kong, whenever possible.

The newspaper or magazine where announcements are publishing under the Articles of Association shall be a newspaper or magazine designated or required by relevant laws and administrative regulations of the State. If the Articles of Association specify the publication of notices to holders of Foreign Shares listed overseas, relevant announcements shall be simultaneously published on the newspaper or magazine as defined by the Listing Rules of the HKEX.

**Article 220** The merger or division of the Company shall require the preparation of a proposal by the Board of Directors. After such proposal has been approved in accordance with the procedures specified in the Articles of Association of the Company, relevant examination and approval procedures shall be carried out according to law. Shareholders who object to such proposal on the merger or division of the Company shall have the right to require the Company or shareholders who are in favor of such proposal to purchase their shares at a fair price. The contents of resolutions approving the merger or division of the Company shall be compiled in a special document for inspection by shareholders.

Holders of Overseas-Listed Foreign Shares that are listed in Hong Kong shall be served with ~~copies of the abovementioned document~~ **in the form prescribed in Article 239 of the Articles of Association** by mail.

~~**Article 239** Unless otherwise specified by the Articles of Association, any notice, document or written statement sent by the Company to a shareholder of H Shares shall be personally delivered to the address of every H shareholder indicated in the register of shareholders, or posted to every H shareholder by mail. A notice bound for the holders of H Shares shall be posted in Hong Kong, whenever possible.~~

~~The newspaper or magazine where announcements are publishing under the Articles of Association shall be a newspaper or magazine designated or required by relevant laws and administrative regulations of the State. If the Articles of Association specify the publication of notices to holders of Foreign Shares listed overseas, relevant announcements shall be simultaneously published on the newspaper or magazine as defined by the Listing Rules of the HKEX.~~

An announcement in a notice sent to holders of the Domestic Shares shall be published in one or more newspapers or magazines designated by the securities regulator of the State Council. Once such announcement is published, all the domestic shareholders shall be deemed to have received the notice.

~~An announcement in a notice sent to holders of the Domestic Shares shall be published in one or more newspapers or magazines designated by the securities regulator of the State Council. Once such announcement is published, all the domestic shareholders shall be deemed to have received the notice.~~

**The notice of the Company may be served as follows:**

**(1) by personal delivery;**

**(2) by post;**

**(3) by fax or email;**

**(4) by publication on the website designated by the Company and the HKEX in accordance with the laws, administrative regulations and the listing rules of the stock exchange of the place where the Company's securities are listed;**

**(5) by announcement;**

**(6) by other means agreed upon by the Company or the recipient in advance or approved by the recipient after receipt of the notice;**

**(7) by other means approved by the relevant regulatory authority of the place where the Company's securities are listed or stipulated in the Articles of Association.**

Save as otherwise specified in the context, the “announcement” as mentioned in the Articles of Association, in respect of the announcement sent to holders of domestic shares or required to be sent in China pursuant to relevant regulations and the Articles of Association, refers to announcement published in the newspapers and periodicals in China, which shall be as specified in PRC laws and administrative regulations or designated by the securities regulatory authority under the State Council; for notice issued by the Company to the shareholders of overseas-listed foreign invested Shares (by way of announcement), the Company shall on the same day submit an electronic version to the HKEX through the HKEx-EPS for immediate release on the website of the HKEX or publish an announcement in newspapers in accordance with the rules of the listing place. The announcement shall also be published on the Company’s website. Regarding the means used by the Company to provide and/or send its corporate communications to the shareholders according to the requirements of the GEM Listing Rules, it may send or provide the corporate communications to shareholders of the Company by electronic means, via publication on website of the Company or by post according to relevant laws and regulations and the GEM Listing Rules amended from time to time. Corporate communication of the Company includes but is not limited to circulars, annual reports, interim reports, notices of general meetings and other corporate communications listed in the GEM Listing Rules.

<p><b>Article 240</b> Where a notice is sent by post, the notice shall be served by putting the notice into a properly addressed, prepaid postage envelope and depositing the same in a mail box. Such notice shall be deemed to have been served upon expiration of five days after the envelope containing the notice has been posted.</p>	<p><b>Article 240</b> Where a notice is sent by post, the notice shall be served by putting the notice into a properly addressed, prepaid postage envelope and depositing the same in a mail box. Such notice shall be deemed to have been served upon expiration of five days after the envelope containing the notice has been posted. <b><u>Where a notice of the Company is delivered by hand, the notice shall be deemed duly served on the day when the addressee signs (or seals) the receipt of delivery. Where a notice of the Company is sent out by fax or email or published on website, the delivery date shall be the date when the notice is sent or published. When the notice of the Company is sent out by announcement, the delivery date shall be the first date of publication of such announcement.</u></b></p>
<p><b>Article 244</b> The following words and terms shall have the following meaning under the Articles of Association unless otherwise specified in the context:</p> <p>“Articles of Association” or “Articles of Association of the Company” the articles of association of the Company;</p> <p>“Board of Directors” the board of directors of the Company;</p> <p>“Chairman of the Board of Directors” or “Company Chairman” the chairman of the board of directors of the Company;</p> <p>“Director(s)” the Director(s) of the Company;</p>	<p><b>Article 244</b> The following words and terms shall have the following meaning under the Articles of Association unless otherwise specified in the context:</p> <p>“Articles of Association” or “Articles of Association of the Company” the articles of association of the Company;</p> <p>“Board of Directors” the board of directors of the Company;</p> <p>“Chairman of the Board of Directors” or “Company Chairman” the chairman of the board of directors of the Company;</p> <p>“Director(s)” the Director(s) of the Company;</p>

<p>“Ordinary Share(s)” any Domestic Share(s) or Overseas -Listed Foreign Share(s) listed in Hong Kong;</p> <p>“Company Domicile” or “Legal Address of the Company” Suite 1702, Neptunus Yinhe Technology Mansion, 1 Keji Middle 3rd Road, Maling Community, Yuehai Sub-district, Nanshan District, Shenzhen;</p> <p>“RMB” Renminbi, the lawful currency of the PRC;</p> <p>“Board Secretary” the Company’s secretary appointed by the Board of Directors;</p> <p>“PRC” or “State” the people’s republic of China.</p> <p>The term “accounting firm” used in the Articles of Association shall have the same meaning as “auditor”.</p>	<p><b><u>“GEM Listing Rules” The Rules Governing the Listing of Securities on GEM;</u></b></p> <p><b><u>“HKEX” The Stock Exchange of Hong Kong Limited;</u></b></p> <p>“Ordinary Share(s)” any Domestic Share(s) or Overseas -Listed Foreign Share(s) listed in Hong Kong;</p> <p>“Company Domicile” or “Legal Address of the Company” Suite 1702, Neptunus Yinhe Technology Mansion, 1 Keji Middle 3rd Road, Maling Community, Yuehai Sub-district, Nanshan District, Shenzhen;</p> <p>“RMB” Renminbi, the lawful currency of the PRC;</p> <p>“Board Secretary” the Company’s secretary appointed by the Board of Directors;</p> <p>“PRC” or “State” the p<u>P</u>eople’s r<u>R</u>epublic of China.;</p> <p>The term “accounting firm” used in the Articles of Association shall have the same meaning as “auditor”.</p>
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