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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)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**Meeting**”) of Biosino Bio-Technology and Science Incorporation (the “**Company**”) will be held at No. 27 Chaoqian Road, Science and Technology Industrial Park, Changping District, Beijing, the People’s Republic of China (the “**PRC**”) on Friday, 28 June 2024 at 10:00 a.m. for the following purposes:–

AS ORDINARY RESOLUTIONS

1. To consider and approve the report of the board (the “**Board**”) of directors of the Company (the “**Director(s)**”) for the year ended 31 December 2023;
2. To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2023;
3. To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the independent auditors’ report for the year ended 31 December 2023;
4. To consider and approve the 2023 annual final financial report and the 2024 financial budget report of the Company; and
5. To consider and approve the re-appointment of Ernst & Young Hua Ming as the PRC auditors and Ernst & Young as the international auditors of the Company to hold office until the conclusion of the next annual general meeting and to authorise the Board to fix their remuneration;

AS SPECIAL RESOLUTIONS

6. To give a general mandate to the Board to issue, allot and deal with additional shares not exceeding 20% of the shares of the Company in issue and authorise the Board to make corresponding amendments to the articles of association of the Company (the “**Articles of Association**”) as it thinks fit so as to reflect the new capital structure upon the allotment or issuance of shares:

“**THAT**

- (A) (a) subject to sub-paragraph (c) and in accordance with the relevant requirements of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited, the Articles of Association and the applicable laws and regulations of the PRC, the exercise by the Board during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with, either separately or concurrently, additional shares of the Company and to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers be hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) shall authorise the Board during the Relevant Period to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate nominal amount of shares allotted, issued and dealt with or agreed conditionally or unconditionally to be allotted, issued and dealt with (whether pursuant to an option or otherwise) by the Board pursuant to the approval granted in paragraph (a) shall not exceed 20% of the aggregate nominal amount of shares of the Company in issue on the date of passing this resolution, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined) or (ii) any scrip dividend or similar arrangement providing for allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the Articles of Association; and
- (d) for the purposes of this resolution:

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or other applicable laws to be held; or (iii) the revocation or variation of the authority given under this resolution by a special resolution of the Company in general meeting.

“**Rights Issue**” means an offer of shares open for a period fixed by the directors to holders of shares on the register on a fixed record date in proportion to their then holdings of such shares (subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in any territory outside Hong Kong) and an offer, allotment or issue of shares by way of rights shall be construed accordingly.

(B) The Board be authorised to make corresponding amendments to the Articles of Association as it thinks fit so as to reflect the new capital structure upon the allotment or issuance of shares as provided in sub-paragraph (a) of paragraph (A) of this resolution.”

7. To consider and approve the proposed amendments to the Articles of Association:

“**THAT** the proposed amendments to the Articles of Association (details of which are set out in the circular of the Company dated 6 June 2024) be and are approved and confirmed, and **THAT** any one Director be and is hereby authorised to modify the wordings of such amendments as he/she thinks appropriate (such modification will not be required to be approved by the shareholders of the Company) and execute all such documents and/or do all such acts as the Director may, in his/her absolute discretion, deem necessary or expedient and in the interest of the Company to deal with related issues arising from the amendments to the Articles of Association.”

For and on behalf of the Board
Biosino Bio-Technology and Science Incorporation
Tung Woon Cheung, Eric
Company Secretary

Beijing, the PRC, 6 June 2024

Notes:

1. The register of holders of H Shares and the register of holders of Domestic Shares of the Company will be closed from Monday, 24 June 2024 to Friday, 28 June 2024, both days inclusive, during which period no transfer of H Shares or Domestic Shares will be effected. To qualify for attendance and voting at the Annual General Meeting (or any adjournment thereof), documents on transfers of H Shares must be lodged with the Company’s H share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Friday, 21 June 2024. Holders of Domestic Shares should contact the secretary to the Board (the “**Secretary to the Board**”) (whose contact details are: (i) address: No. 27 Chaoqian Road, Science and Technology Industrial Park, Changping District, Beijing, the PRC; and (ii) fax: (86) 10 8011 7026) for details concerning registration of transfers of Domestic Shares.
2. Each holder of H Shares who is entitled to attend and vote at the Annual General Meeting (or any adjournment thereof) may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the Annual General Meeting (or any adjournment thereof) on his behalf. A proxy need not be a Shareholder.

3. Holders of H Shares must use the form of proxy of the Company for appointing a proxy and the appointment must be in writing. The form of proxy must be signed by the relevant shareholder of the Company or by a person duly authorised by the relevant Shareholder in writing (a “**power of attorney**”). If the form of proxy is signed by the person authorised by the relevant Shareholder as aforesaid, the relevant power of attorney and other relevant documents of authorisation (if any) must be notarised. If a corporate Shareholder appoints a person other than its legal representative to attend the Annual General Meeting (or any adjournment thereof) on its behalf, the relevant form of proxy must be affixed with the company seal/chop of the corporate Shareholder or duly signed by its director or any other person duly authorised by that corporate Shareholder as required by the Articles of Association.
4. To be valid, the form of proxy and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any) as mentioned in note 3 above must be delivered to the Company’s H share registrar Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 24 hours before the time appointed for the Annual General Meeting (or any adjournment thereof).
5. Each holder of Domestic Shares who is entitled to attend and vote at the Annual General Meeting (or any adjournment thereof) may also, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the Annual General Meeting (or any adjournment thereof) on his behalf. A proxy need not be a Shareholder. Notes 3 and 4 above also apply to the holders of Domestic Shares, except that, to be valid, the form of proxy and the relevant power of attorney (if any) and other relevant documents of authorisation (if any) must be delivered to the Secretary to the Board not less than 24 hours before the time appointed for the Annual General Meeting (or any adjournment thereof). The address of the Secretary to the Board is stated in note 1 above.
6. A Shareholder or his proxy should produce proof of identity when attending the Annual General Meeting (or any adjournment thereof). If a corporate Shareholder’s legal representative or any other person authorised by the board of directors or other governing body of such corporate Shareholder attends the Annual General Meeting (or any adjournment thereof), such legal representative or other person shall produce his proof of identity, and proof of designation as legal representative and the valid resolution or authorisation document of the board of directors or other governing body of such corporate Shareholder (as the case may be) to prove the identity and authorisation of that legal representative or other person.
7. It is expected that the Meeting will last not more than half day. Shareholders and their proxies attending the Meeting shall bear their own travel and accommodation expenses.

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

Chairman and executive Director

Mr. Wu Lebin (吳樂斌先生)

Vice chairmen and non-executive Directors

Mr. Yang Peng (楊鵬先生) 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 notice, 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 notice 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 notice misleading.

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