

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 15 JULY 2025;**
**(2) REMOVAL OF DIRECTOR AND
CHANGE OF AUTHORISED REPRESENTATIVE;**
(3) RESIGNATION OF DIRECTOR; AND
(4) APPOINTMENT OF DIRECTORS

POLL RESULTS OF THE EGM

The Board is pleased to announce that all resolutions as set out in the Notice dated 24 June 2025 were duly passed by way of poll by the Shareholders at the EGM held on Tuesday, 15 July 2025.

REMOVAL OF DIRECTOR AND CHANGE OF AUTHORISED REPRESENTATIVE

The Board announces that Mr. Wu Lebin ceased to be a Director upon the conclusion of the EGM following the approval of his removal by the Shareholders at the EGM.

Following the removal of Mr. Wu as a Director, the Board further announces that, with effect from 15 July 2025, (i) Mr. Wu has also ceased to act as a member of the Nomination Committee and an Authorised Representative; and (ii) Mr. Chen Zhengyong, an executive Director and the chairman of the Board, has been appointed as an Authorised Representative.

RESIGNATION OF DIRECTOR

The Board announces that the resignation of Mr. Lu Qi as an independent non-executive Director has become effective upon the conclusion of the EGM following the approval of the appointment of Mr. Fan Xiaoliang as an independent non-executive Director by the Shareholders at the EGM.

Following the resignation of Mr. Lu as an independent non-executive Director, the Board further announces that, with effect from 15 July 2025, (i) Mr. Lu has also ceased to act as the chairman of each of the Audit Committee and the Nomination Committee, and a member of the Remuneration Committee; and (ii) Mr. Chen Zhengyong, an executive Director and the chairman of the Board, has been appointed as the chairman of the Nomination Committee.

APPOINTMENT OF DIRECTORS

The Board announces that Dr. Shen Sheng and Mr. Fan Xiaoliang have been appointed as a non-executive Director and an independent non-executive Director, respectively, with effect from 15 July 2025 following the approval of their appointments by the Shareholders at the EGM.

Following the appointment of Mr. Fan as an independent non-executive Director, the Board further announces that, with effect from 15 July 2025, he has also been appointed as the chairman of the Audit Committee.

References are made to (i) the announcement of Biosino Bio-Technology and Science Incorporation (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 30 May 2025 (the “**Announcement**”) and the circular of the Company dated 24 June 2025 (the “**Circular**”) in relation to, among other things, (a) the proposed removal of Mr. Wu Lebin as a director of the Company (the “**Director(s)**”); (b) the resignation of Mr. Lu Qi as an independent non-executive Director; and (c) the proposed appointments of Dr. Shen Sheng and Mr. Fan Xiaoliang as a non-executive Director and an independent non-executive Director, respectively; and (ii) the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) dated 24 June 2025. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Announcement and the Circular.

POLL RESULTS OF THE EGM

The EGM was held at No. 27 Chaoqian Road, Science and Technology Industrial Park, Changping District, Beijing, the PRC on Tuesday, 15 July 2025. The Board is pleased to announce that all resolutions as set out in the Notice were duly passed at the EGM. As at the date of the EGM, the Company issued a total of 144,707,176 Shares, comprising 64,286,143 H Shares and 80,421,033 Domestic Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the EGM. There were no Shares entitling the holders thereof to attend and vote only against the resolutions at the EGM. No restriction was imposed on any Shareholder casting votes on any of the proposed resolutions at the EGM. All the resolutions at the EGM were put to the vote by way of poll. BDO China Shu Lun Pan Certified Public Accountants LLP was appointed as the scrutineer at the EGM for the purpose of vote-taking.

The poll results of the respective resolutions at the EGM are as follows:

ORDINARY RESOLUTIONS		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
1.	To consider and approve the proposed removal of Mr. Wu Lebin as a Director.	101,966,122 (100%)**	0 (0%)**
2.	To consider and approve the proposed appointment of Dr. Shen Sheng as a non-executive Director and authorise the Board to fix his remuneration and to enter into service contract with him subject to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters.	101,966,122 (100%)**	0 (0%)**
3.	To consider and approve the proposed appointment of Mr. Fan Xiaoliang as an independent non-executive Director and authorise the Board to fix his remuneration and to enter into service contract with him subject to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters.	101,966,122 (100%)**	0 (0%)**

** *The percentage of voting Shares is based on the total number of Shares held by the Shareholders who voted at the EGM in person or by proxy.*

As more than 50% of the total number of Shares held by the Shareholders who voted at the EGM were cast in favour of each of the resolution nos. (1) to (3), all the above resolutions were approved by the Shareholders.

Mr. Chen Zhengyong (an executive Director) attended the EGM in person. Mr. Li Zhonghua and Mr. Chen Peng (executive Directors) attended the EGM by electronic means.

REMOVAL OF DIRECTOR AND CHANGE OF AUTHORISED REPRESENTATIVE

The Board announces that Mr. Wu Lebin ceased to be a Director upon the conclusion of the EGM following the approval of his removal by the Shareholders at the EGM.

The Board is not aware of any disagreements between Mr. Wu and the Board and there are no other matters relating to the removal of Mr. Wu as a Director that needs to be brought to the attention of the Shareholders and the Stock Exchange.

Following the removal of Mr. Wu as a Director, the Board further announces that, with effect from 15 July 2025, (i) Mr. Wu has also ceased to act as a member of the Nomination Committee and an authorised representative of the Company (the “**Authorised Representative**”) pursuant to Rule 3.05 of the Listing Rules; and (ii) Mr. Chen Zhengyong (“**Mr. Chen**”), an executive Director and the chairman of the Board, has been appointed as an Authorised Representative.

The Board would like to take this opportunity to express its appreciation for the valuable contribution of Mr. Wu towards the Company during his tenure of service.

RESIGNATION OF DIRECTOR

The Board announces that the resignation of Mr. Lu Qi as an independent non-executive Director has become effective upon the conclusion of the EGM following the approval of the appointment of Mr. Fan Xiaoliang as an independent non-executive Director by the Shareholders at the EGM.

Mr. Lu has confirmed that he has no disagreement with the Board and there are no other matters relating to the resignation of Mr. Lu Qi as a Director that needs to be brought to the attention of the Shareholders or the Stock Exchange.

Following the resignation of Mr. Lu as an independent non-executive Director, the Board further announces that, with effect from 15 July 2025, (i) Mr. Lu has also ceased to act as the chairman of each of the Audit Committee and the Nomination Committee, and a member of the Remuneration Committee; and (ii) Mr. Chen, an executive Director and the chairman of the Board, has been appointed as the chairman of the Nomination Committee.

The Board would like to take this opportunity to express its appreciation for the valuable contribution of Mr. Lu towards the Company during his tenure of service.

APPOINTMENT OF DIRECTORS

The Board announces that Dr. Shen Sheng and Mr. Fan Xiaoliang have been appointed as a non-executive Director and an independent non-executive Director, respectively, with effect from 15 July 2025 following the approval of their appointments by the Shareholders at the EGM.

Following the appointment of Mr. Fan as an independent non-executive Director, the Board further announces that, with effect from 15 July 2025, he has also been appointed as the chairman of the Audit Committee.

Mr. Fan has confirmed that (i) he met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules; (ii) he has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined under the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Biographical details of Dr. Shen and Mr. Fan are as follows:

Dr. Shen Sheng (沈勝博士), aged 39, was a former supervisor of the Company and is currently a non-executive Director. He is a senior engineer. Since October 2018, he has served as the head of intellectual property of the Science and Technology Division* (科學技術處) in the Institute of Biophysics (the “IBP”) of the Chinese Academy of Sciences, a substantial Shareholder. He obtained a bachelor’s degree in science in biotechnology from Anhui Medical University in July 2008 and a doctorate degree in cell biology from the University of Chinese Academy of Sciences in July 2013. Thereafter, he worked as an assistant research associate at the Key Laboratory of Infection and Immunity* (感染與免疫院重點實驗室) in the IBP. From May 2016 to September 2018, he worked as a comprehensive affairs and business executive and business supervisor of the Science and Technology Cooperation and Achievement Transformation Division* (科技合作與成果轉化處) in the IBP.

Dr. Shen will enter into a service agreement with the Company. His term of service with the Company takes effect from the date of approval by the Shareholders at the EGM until the expiration of the term of the current session of the Board. His remuneration will be determined by the Board and the Remuneration Committee with reference to his duties and responsibilities, the performance of the Group and the prevailing market conditions.

Save as disclosed above, Dr. Shen does not hold any directorship in any public companies where the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years or any other positions with the Company and other members of the Group or have other major appointments and professional qualifications. He does not have, and is not deemed to have any interests or short positions in any Shares, underlying Shares or debentures of the Company or any of its associated corporations which are required to be disclosed pursuant to Part XV of the SFO. He does not have any relationship with the Directors, supervisors, senior management, substantial or controlling shareholders of the Company as defined in the GEM Listing Rules.

Save as disclosed above, there are no other matters relating to his appointment that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to Rule 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

Mr. Fan Xiaoliang (范曉亮先生), aged 59, is currently an independent non-executive Director and the chairman of the Audit Committee. Mr. Fan is a certified public accountant, tax advisor, and asset appraiser in the PRC. He is currently a partner at Zhongxingcai Guanghua Certified Public Accountants LLP* (中興財光華會計師事務所(特殊普通合夥)), an executive director at Beijing Shiji Shuitong Tax Firm* (北京世紀稅通稅務師事務所) and an independent director of Zhuhai Hokai Medical Instruments Co. Ltd. (珠海市和佳醫療設備有限公司) (previously listed on the Shenzhen Stock Exchange and delisted in July 2023). He obtained a bachelor's degree in management from Anhui Institute of Finance and Trade (currently known as Anhui University of Finance and Economics) in December 2000. Mr. Fan has been involved in projects such as annual audits of listed companies, audits for mergers and acquisitions, business management consulting and tax planning.

Mr. Fan will enter into a service agreement with the Company. His term of service with the Company takes effect from the date of approval by the Shareholders at the EGM until the expiration of the term of the current session of the Board. His remuneration will be determined by the Board and the Remuneration Committee with reference to his duties and responsibilities, the performance of the Group and the prevailing market conditions.

Save as disclosed above, Mr. Fan does not hold any directorship in any public companies where the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years or any other positions with the Company and other members of the Group or have other major appointments and professional qualifications. He does not have, and is not deemed to have any interests or short positions in any Shares, underlying Shares or debentures of the Company or any of its associated corporations which are required to be disclosed pursuant to Part XV of the SFO. He does not have any relationship with the Directors, supervisors, senior management, substantial or controlling shareholders of the Company as defined in the GEM Listing Rules.

Save as disclosed above, there are no other matters relating to his appointment that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to Rule 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

The Board wishes to take this opportunity to welcome Dr. Shen and Mr. Fan for joining the Board.

* *For identification purpose only*

For and on behalf of the Board
Biosino Bio-Technology and Science Incorporation
Chen Zhengyong
Chairman and Executive Director

Beijing, the PRC, 15 July 2025

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

Chairman and executive Director

Mr. Chen Zhengyong (陳正永先生)

Vice chairman and executive Director

Mr. Li Zhonghua (李忠華先生)

President and executive Director

Mr. Chen Peng (陳鵬先生)

Vice chairman and non-executive Director

Mr. Yang Peng (楊鵬先生)

Non-executive Directors

Dr. Gao Guangxia (高光俠博士) and Dr. Shen Sheng (沈勝博士)

Independent non-executive Directors

Prof. Shen Zuojun (沈佐君教授), Prof. Shen Jiangan (沈劍剛教授), Dr. He Xin (何欣博士) and Mr. Fan Xiaoliang (范曉亮先生)

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 for at least 7 days from the date of its posting and on the website of the Company at www.zhongsheng.com.cn.