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China Regenerative Medicine International Limited
中國再生醫學國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8158)

**DELAY IN DESPATCH OF CIRCULAR AND GRANT OF
WAIVER FROM STRICT COMPLIANCE WITH RULE 19.41(a) OF
THE GEM LISTING RULES**

Reference is made to (i) the announcement of China Regenerative Medicine International Limited (the “**Company**”) dated 31 October 2025 in relation to, among other things, the major transactions of the Company in relation to the Outstanding Payment Agreement and the Membership Transfer Agreements (the “**MT Announcement**”) and (ii) the announcement of the Company dated 21 November 2025 in respect of the delay in despatch of the Circular (the “**Delay Announcement**”). Capitalised terms used herein shall have the same meanings as those defined in the MT Announcement and the Delay Announcement unless otherwise specified.

As stated in the MT Announcement, the Company has obtained the written approval from Mr. Wang Chuang, All Favour Holdings Limited, Changzhou Yaoguang Enterprise Management Consulting Limited Liability Partnership* (常州市耀光企業管理諮詢合夥企業(有限合夥)) and Changzhou Minoxing Enterprise Management Consulting Services Limited Liability Partnership* (常州市中民星空企業管理諮詢服務合夥企業(有限合夥)), which are beneficially interested in an aggregate of 174,430,306 Shares, representing approximately 57.33% of the total number of issued Shares as at the date of the MT Announcement, to approve each of the Outstanding Payment Agreement and the Membership Transfer Agreements.

Pursuant to Rule 19.41(a) and Rule 19.60(7) of the GEM Listing Rules, the Company is required to despatch the Circular for the Outstanding Payment Agreement and the Membership Transfer Agreements to its Shareholders within 15 business days after publication of the MT Announcement.

As additional time is required for the Company to prepare and finalise certain information to be contained in the Circular, including but not limited to the statement of indebtedness, and to prepare the letter regarding sufficiency of working capital of the Group, in which the Company is still waiting for the reply of the confirmation letter requests sent to the banks of the Group. As disclosed in the Delay Announcement, the Company has applied to the Stock Exchange for a waiver from strict compliance with the requirements under Rule 19.41(a) of the GEM Listing Rules (the “**Waiver**”) on 21 November 2025 and on 3 December 2025, the Stock Exchange granted the Waiver to the Company on the basis that the Company would despatch the Circular to the Shareholders on or before 31 December 2025.

Barring unforeseen circumstances, the Company currently expects that the Circular will be despatched to the Shareholders on or before 31 December 2025. Shareholders and potential investors should note that the Waiver granted is subject to change or withdrawal by the Stock Exchange if the Company’s situation changes.

By order of the Board

China Regenerative Medicine International Limited

Wang Chuang

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 5 December 2025

As at the date of this announcement, the executive Director is Mr. Wang Chuang (Chairman and Chief Executive Officer); the non-executive Director is Ms. Luo Min; and the independent non-executive Directors are Ms. Huo Chunyu, Mr. Zhou Xudong and Mr. Leung Man Fai.

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 Listed Company Information” page of the GEM website at www.hkexnews.hk for at least seven days from the date of the publication and will be published on the website of the Company at www.crimi.hk.

* *For identification purposes only*