NEPTUNUS
海王

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)

VOLUNTARY ANNOUNCEMENT
ENTERING INTO OF JOINT VENTURE AGREEMENT

The announcement is made by Shenzhen Neptunus Interlong Bio-technique Company Limited (the "**Company**", together with its subsidiaries, the "**Group**") on a voluntary basis.

Reference is made to the inside information announcement of the Company dated 25 June 2026 (the "**Announcement**"). Unless defined otherwise, capitalised terms used in this announcement have the same meanings as those defined in the Announcement.

The Board announces that on 14 September 2026 (after trading hours), Neptunus Changjian, a wholly-owned subsidiary of the Company, entered into the Joint Venture Agreement with Huikang Bio-technology (a non-wholly-owned subsidiary of GeneBioHealth) in relation to the establishment of a joint venture. Pursuant to the Joint Venture Agreement, the proposed registered capital of the Joint Venture is RMB5 million, of which Neptunus Changjian has subscribed for RMB3.5 million (representing 70% equity interest in the Joint Venture), while Huikang Bio-technology has subscribed for RMB1.5 million (representing 30% equity interest in the Joint Venture). The parties shall make the capital contributions as agreed within one (1) year from the date of completion of the industrial and commercial registration of the Joint Venture.

DATE OF THE JOINT VENTURE AGREEMENT

14 September 2026 (after trading hours)

PARTIES

(i) Neptunus Changjian (a wholly-owned subsidiary of the Company); and

(ii) Huikang Bio-technology.

ESTABLISHMENT OF THE JOINT VENTURE AND ITS REGISTERED CAPITAL

The parties agreed to jointly contribute capital to establish the Joint Venture, which will be positioned as a company specializing in the fields of early cancer screening and in vitro diagnostics (IVD), providing products, sales and comprehensive solutions. The organizational form of the Joint Venture is a limited liability company. The shareholders shall be liable to the company to the extent of their respective subscribed capital contributions, while the Joint Venture shall be liable for its debts with all its assets. The term of operation is provisionally set at ten (10) years, commencing from the date of issue of the business license. The business scope of the Joint Venture is tentatively defined as: technical services, technology development, technical consultancy, technical exchange, technology transfer and technology promotion; health consultation services (excluding diagnostic and treatment services); data processing services; sales of Class I and Class II medical devices; sales of medical consumables; and the import and export of goods and technology, subject to approval and registration by the relevant industrial and commercial authorities.

The proposed registered capital of the Joint Venture is RMB5,000,000 (approximately HK$5,882,352.94), of which Neptunus Changjian has subscribed for RMB3,500,000 (representing 70%, approximately HK$4,117,647.06), while Huikang Bio-technology has subscribed for RMB1,500,000 (representing 30%, approximately HK$1,764,705.88). The parties shall complete the payment of their capital contributions within one (1) year from the date of completion of the industrial and commercial registration of the Joint Venture, in accordance with the provisions of the agreement and the articles of association. Following the establishment of the Joint Venture, the parties shall not withdraw or divert their capital contributions. If sales of products or the channel layout require the authorization of key intellectual property rights by the parent company of Huikang Bio-technology, the parties shall ensure that the relevant intellectual property rights licensing agreements are entered into separately in accordance with the law.

The capital contributions of Neptunus Changjian to the Joint Venture will be funded from the internal resources of the Group.

CORPORATE GOVERNANCE

The Joint Venture shall establish a shareholders' meeting, comprising all shareholders, which shall exercise its powers in accordance with the articles of association. At the same time, the board of directors shall be established, comprising three directors, of whom Neptunus Changjian shall be entitled to appoint two directors and Huikang Bio-technology shall be entitled to appoint one director. The board of directors shall have one chairman, who will be appointed by Neptunus Changjian and shall be registered as the legal representative of the company in accordance with the law. Furthermore, the Joint Venture shall have a general manager, who will be nominated by Neptunus Changjian and appointed or dismissed by the board of directors. The deputy general manager or chief technology officer (CTO) shall be appointed by Huikang Bio-technology. The chief financial officer shall be appointed by Neptunus Changjian, while Huikang Bio-technology shall have the right to appoint a finance manager or cashier. The Joint Venture shall not have a board of supervisors or supervisors, and shall adopt a general manager-led system under the leadership of the board of directors, with the general manager being responsible for day-to-day operations, business development and team building. Matters relating to the appointment, remuneration and benefits of senior management shall be determined by the board of directors.

PROFIT DISTRIBUTION AND RISK EXPOSURE

The remaining after-tax profits of the Joint Venture for each financial year, after making up for the losses and allocation to the statutory reserve fund according to the law, shall be distributed to the shareholders in proportion to their respective paid-up capital contributions, and more than 50% of the distributable net profit each year shall be allocated as dividends to the shareholders. The parties agree that, within fifteen days from the date on which auditors of Neptunus Changjian for the annual report issue the audit results for the Joint Venture for such year (no later than fifteen days from the date of publication of the annual report of Neptunus Changjian), they shall jointly sign a resolution of the shareholders' meeting regarding the distribution of the audited retained undistributed profits for that year (being the distributable balance after appropriation of the statutory reserve fund of 10% of the net profit realised for the year in accordance with the law), and complete the distribution within fifteen days of the adoption of such resolution. The operational risks of the Joint Venture shall be borne by the shareholders in proportion to their respective shareholdings.

TRANSFER OF EQUITY INTERESTS AND RESTRICTIONS ON PRE-EMPTIVE RIGHTS

Shareholders may transfer all or part of their equity interests among themselves. If a shareholder intends to transfer its equity interests to a person other than a shareholder, such shareholder shall notify the other shareholders in writing in advance and obtain their consent. Under equal conditions, the other shareholders enjoy the right of first refusal. In order to ensure the stability of the shareholding structure of the Joint Venture, the shareholders shall not create any pledge, trust, custody or any other proprietary rights over all or part of their equity interests, unless all parties unanimously agree to it, provided that equity pledge guarantees provided for financing of the Joint Venture are not subject to this restriction.

BREACH, TERMINATION AND WINDING-UP

Unless otherwise agreed, any party in breach of the provisions of the Joint Venture Agreement shall pay the non-breaching party liquidated damages of RMB1,000,000 (approximately HK$1,176,470.59), and compensate the non-breaching party for all economic losses arising therefrom. If either shareholder fails to fulfill its capital contribution or other payment obligations on time, a penalty of 0.05% per day shall be paid for each day of overdue payment. If the overdue period exceeds sixty days, the non-breaching party has the right to terminate the agreement early and demand liquidated damages. If the Joint Venture suffers losses for two consecutive years or accumulates losses reaching 30% of the paid-in registered capital of the company, or if early termination as stipulated in the agreement occurs, Neptunus Changjian has the right to decide to initiate liquidation procedures, and all parties shall cooperate to carry out the liquidation and deregistration procedures in accordance with the law.

STATUS AND FINANCIAL IMPACT UPON COMPLETION

After the completion of the industrial and commercial registration of the Joint Venture, Neptunus Changjian will hold 70% equity interest in it. The Joint Venture will become a non-wholly-owned subsidiary of the Company, and its financial performance, assets and liabilities will be consolidated into the consolidated financial statements of the Group. This transaction is not expected to have any material adverse impact on the financial position and operating results of the Group.

REASONS FOR AND BENEFITS OF ESTABLISHING THE JOINT VENTURE

The Group continues to advance its strategic layout in the fields of medical health and in vitro diagnostics. Through the establishment of the Joint Venture with Huikang Bio-technology, all parties will integrate resources in research & development, products, channels and markets, achieve technology transformation and commercialization in the fields of early tumor screening and IVD, optimize the product structure, enhance operational efficiency and market coverage, and help the Group enrich its product lines, expand the market share, strengthen core competitiveness and improve shareholder returns. The Board considers that the Joint Venture Agreement has been entered into on normal commercial terms, and is fair, reasonable and in the best interests of the Company and the Shareholders as a whole.

INFORMATION OF THE GROUP AND NEPTUNUS CHANGJIAN

The Group is principally engaged in the research and development, production and sales of medicines and medical devices, and the purchase and sales of medicines, healthcare food products and medical devices.

Neptunus Changjian is a limited liability company established under Chinese law, and is a wholly-owned subsidiary of the Company. Neptunus Changjian is principally engaged in the sales and distribution of medicines, healthcare productss and food.

INFORMATION ON THE JOINT VENTURE AND THE PARTIES

The Joint Venture is a limited liability company established in China. Its main business will focus on products, sales and overall solutions in the fields of early tumors screening and in vitro diagnostics, and it will operate in accordance with the law within the business scope approved by the industry and commercial authorities. Huikang Bio-technology is a limited liability company established under the laws of the PRC, and is engaged in business related to biotechnology. As at the date of this announcement, the Directors, having made all reasonable enquiries, confirm that to the best of their knowledge,information and belief, Huikang Bio-technology, its ultimate beneficial owners and their respective associates are independent of the Company and its connected persons.

DEFINITIONS

In this announcement, unless otherwise specified, the following terms shall have the same meanings set out below:

"Board"	the board of Directors of the Company;
"Director(s)"	the director(s) of the Company;
"Domestic Shares"	ordinary shares of RMB0.10 each in the issued share capital of the Company, which are subscribed for or credited as fully paid in RMB;
"GEM Listing Rules"	the Rules Governing the Listing of Securities on GEM of the Stock Exchange;
"HK$"	Hong Kong dollar(s), the lawful currency of Hong Kong;
"H Shares"	ordinary shares of RMB0.10 each in the issued share capital of the Company which are listed and traded on GEM;
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China;
"Independent Third Party(ies)"	independent third party(ies) independent of the Company and its connected persons (as defined in the GEM Listing Rules);
"Joint Venture Agreement"	the Joint Venture agreement entered into between Neptunus Changjian and Huikang Bio-technology on 14 September 2026 (after trading hours) in relation to the establishment of the Joint Venture;
"Joint Venture"	the limited liability company to be jointly established by Neptunus Changjian and Huikang Bio-technology in the PRC through joint capital contribution (the company name being subject to approval and registration by the relevant industrial and commercial authorities);
"Neptunus Changjian"	深圳海王長健醫藥有限公司 (Shenzhen Neptunus Changjian Pharmaceutical Company Limited*), a limited liability company established under the laws of the PRC, and is wholly-owned by the Company;
"PRC"	the People's Republic of China, which, for the purposes of this announcement, excludes Hong Kong, Macao and Taiwan, unless the context otherwise requires;

"Huikang Bio-technology"	深圳市慧康生物技術有限公司 (Shenzhen Huikang Bio-technology Co., Ltd.*), a limited liability company established under the laws of the PRC and a non-wholly-owned subsidiary of GeneBioHealth;
"RMB"	Renminbi, the lawful currency of the PRC;
"Shares"	Domestic Shares and H Shares;
"Shareholders"	the holders of Shares;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"%"	per cent.

Translation of RMB into HK$ in this announcement is based on the exchange rate of HK$1 to RMB0.85. Such exchange rate is for the purpose of illustration only and does not constitute a representation that any amount has been, could have been or may be converted at such or any other rates or at all.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

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

Shenzhen, the PRC, 14 September 2026

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, Mr. Jin Rui and Mr. Zhang Xiao Peng; and the independent non-executive Directors are Mr. Yick Wing Fat, Simon, Mr. Poon Ka Yeung and Ms. Zhu Jia Min.

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 website of the Stock Exchange at www.hkexnews.hk for at least 7 days from its date of publication and on the Company's website at www.interlong.com.

* *For identification purposes only*