THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Biosino Bio-Technology and Science Incorporation**, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 circular.

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) PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;
AND
(3) NOTICE OF THE EXTRAORDINARY GENERAL MEETING

A notice convening the extraordinary general meeting (the "**Extraordinary General Meeting**") of Biosino Bio-Technology and Science Incorporation (the "**Company**") to be held at No. 27 Chaoqian Road, Science and Technology Industrial Park, Changping District, Beijing, the People's Republic of China on Friday, 20 November 2026 at 10:00 a.m. is set out on pages 10 to 11 of this circular.

A form of proxy for use at the Extraordinary General Meeting is enclosed with the notice of the Extraordinary General Meeting and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.zhongsheng.com.cn).

Whether or not you intend to attend the Extraordinary General Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the Extraordinary General Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the Extraordinary General Meeting and voting in person if you so wish and in such event, the form of proxy shall be deemed to be revoked. For the avoidance of doubt, holders of any Treasury Shares shall abstain from voting at general meetings in respect of any Treasury Shares held by them, if any.

This circular will remain on the website of Hong Kong Exchanges and Clearing Limited on the "Latest Listed Company Information" page for at least 7 days from the date of its posting.

2 November 2026

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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In this circular, unless the context otherwise requires, the following expressions have the following meanings:

"Articles of Association" or "Articles"	the articles of association of the Company, as amended from time to time
"Audit Committee"	the audit committee of the Board
"Board"	the board of Directors
"Company"	Biosino Bio-Technology and Science Incorporation (中生北控生物科技股份有限公司), a joint stock limited company established in the PRC with limited liability on 26 April 2001
"Company Law"	the Company Law of the PRC (《中華人民共和國公司法》), as amended from time to time
"Director(s)"	the director(s) of the Company
"Domestic Share(s)"	ordinary share(s) of nominal value of RMB1.00 each in the share capital of the Company which are subscribed for or credited as paid up in Renminbi
"Extraordinary General Meeting"	the extraordinary general meeting of the Company to be held at No. 27 Chaoqian Road, Science and Technology Industrial Park, Changping District, Beijing, the PRC on Friday, 20 November 2026 at 10:00 a.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the Extraordinary General Meeting which is set out on pages 10 to 11 of this circular, or any adjournment thereof
"GEM"	GEM of the Stock Exchange
"GEM Listing Rules"	the Rules Governing the Listing of Securities on GEM
"Group"	the Company and its subsidiaries
"H Share(s)"	overseas listed foreign shares in the ordinary share capital of the Company, with nominal value of RMB1.00 each, which are listed on GEM
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Latest Practicable Date"	28 October 2026, being the latest practicable date prior to the publication of this circular for ascertaining certain information in this circular
"Nomination Committee"	the nomination committee of the Board

"PRC"	the People's Republic of China, which for the purpose of this circular excludes Hong Kong, Macau and Taiwan
"Proposed Articles Amendments"	the proposed amendments to Articles 19, 143 and 144 of the Articles of Association as set out in this circular
"Remuneration Committee"	the remuneration committee of the Board
"RMB"	Renminbi, the lawful currency of the PRC
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended from time to time
"Share(s)"	Domestic Shares and H Shares
"Shareholders"	the shareholders of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Treasury Shares"	has the meaning ascribed to it under the GEM Listing Rules
"%"	per cent

In this circular, the English names of the PRC entities or enterprises are translations of their Chinese names. In the event of any inconsistency, the Chinese names shall prevail.

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)

Chairman, President and executive Director
Mr. Chen Peng (陳鵬先生)

Vice-chairman and executive Director
Mr. Li Zhonghua (李忠華先生)

Executive Director
Mr. Chen Zhengyong (陳正永先生)

Non-executive Director
Ms. Kang Rui (康睿女士)

Independent non-executive Directors
Prof. Shen Jiangang (沈劍剛教授)
Mr. Fan Xiaoliang (范曉亮先生)
Prof. Jin Tengchuan (金騰川教授)

Registered office and principal place of business in the PRC:
No. 27 Chaoqian Road
Science and Technology Industrial Park
Changping District
Beijing, PRC

Principal place of business in Hong Kong:
66/F., Central Plaza
18 Harbour Road, Wanchai
Hong Kong

2 November 2026

To the Shareholders

Dear Sir/Madam,

(1) PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION; AND (3) NOTICE OF THE EXTRAORDINARY GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you, *inter alia*, (i) information in respect of the resolutions to be proposed at the Extraordinary General Meeting for the proposed appointment of an independent non-executive Director and the Proposed Articles Amendments; and (ii) the notice of the Extraordinary General Meeting.

2. PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Pan Guangjin (潘光錦先生) ("**Mr. Pan**") has been nominated by the Board as candidate for election at the Extraordinary General Meeting as an independent non-executive Director in place of Prof. Jin Tengchuan (金騰川教授), subject to the approval of the Shareholders at the Extraordinary General Meeting.

If appointed, the term of Mr. Pan's office shall be from the date of approval at the Extraordinary General Meeting to the expiration of the current session of the Board. Biographical details of Mr. Pan are set out in the Appendix to this circular.

In considering the proposed appointment of Mr. Pan as an independent non-executive Director, the Nomination Committee and the Board have taken into account the following factors:

1. Mr. Pan's education, background, experience and practical experience and in particular, his extensive research and management experience in the fields of human pluripotent stem cells, regenerative medicine, biomedical sciences and health innovation, enable him to provide valuable and diversified opinions.

2. The Company has conducted an assessment on Mr. Pan's independence and is of the view that he complies with the independence requirement pursuant to Rule 5.09 of the GEM Listing Rules and that he is considered as independent.

3. Mr. Pan does not currently hold any position as a director in listed companies. He is able to devote sufficient time and attention to the Company.

Accordingly, the Nomination Committee and the Board are of the view that the appointment of Mr. Pan as an independent non-executive Director can enhance the level of management of the Company by virtue of his professional knowledge and extensive experience, while promoting the independence and objectiveness in decision-making of the Board and the comprehensive and impartial supervision of the management of the Company, which is in the interests of the Company and the Shareholders as a whole. The proposed appointment of Mr. Pan will bring valuable diversity to the Board.

Mr. Pan 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.

3. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In order to reflect the actual circumstances of the Company, the Board has resolved to propose certain amendments to the Articles of Association, principally to: (i) include the names of the promoters and their respective shareholdings at the time of the Company's establishment by way of promotion, as required by the market regulation authority; and (ii) clarify that the Company's financial statements shall be prepared in accordance with China Accounting Standards for Business Enterprises and delete references to the preparation of financial statements in accordance with the International Accounting Standards or the accounting standards of the place where the Company is listed overseas. The Proposed Articles Amendments are subject to approval by the Shareholders by way of a special resolution at the Extraordinary General Meeting.

<table>
<tr><th>Before amendment</th><th>After amendment</th></tr>
<tr><td>Article 19:

Subject to the approval of the Economic Restructuring Office of the People's Government of Beijing Municipality evidenced by the approval document, "Jing Zheng Ti Gai Gu Han [2001] No. [25]", the Company may issue 70,017,528 ordinary shares. There is an aggregate of 70,017,528 ordinary shares issued to the Sponsors upon the incorporation of the Company with a nominal value of RMB1.00 each, representing 100% of the total number of ordinary shares of the Company. The share capital of the Company is RMB70,017,528.</td><td>Article 19:

Subject to the approval of the Economic Restructuring Office of the People's Government of Beijing Municipality evidenced by the approval document, "Jing Zheng Ti Gai Gu Han [2001] No. [25]", the Company may issue 70,017,528 ordinary shares. There is an aggregate of 70,017,528 ordinary shares issued to the Sponsors upon the incorporation of the Company with a nominal value of RMB1.00 each, representing 100% of the total number of ordinary shares of the Company. The share capital of the Company is RMB70,017,528.

<u>Upon the incorporation of the Company, the shareholding of each of the Sponsors was as follows:</u>
<table>
<tr><th><u>Name of Sponsor</u></th><th><u>Number of shares held</u></th><th><u>Shareholding percentage</u></th><th><u>Form of contribution</u></th><th><u>Date of contribution</u></th></tr>
<tr><td><u>Institute of Biophysics, Chinese Academy of Sciences</u></td><td><u>34,308,576</u></td><td><u>49.0%</u></td><td><u>Net assets</u></td><td><u>9 April 2001</u></td></tr>
<tr><td><u>Beijing Enterprises High-Tech Development Co., Ltd. (北控高科技發展有限公司)</u></td><td><u>24,506,143</u></td><td><u>35.0%</u></td><td><u>Cash</u></td><td><u>6 April 2001</u></td></tr>
</table>
</td></tr>
</table>

	Zhejiang Huangyan Fine Chemicals Group Co., Ltd. (浙江黃岩精細化學品集團有限公司)	**5,951,492**	**8.5%**	**Cash**	**9 April 2001**
	Shanghai Lianchuang Venture Capital Co., Ltd. (上海聯創創業投資有限公司)	**3,500,878**	**5.0%**	**Cash**	**5 April 2001**
	Zhu Yigui	**1,050,263**	**1.5%**	**Cash**	**9 April 2001**
	Fan Rong	**700,176**	**1.0%**	**Cash**	**9 April 2001**
	Total	**70,017,528**	**100%**	**/**	**/**

Article 143: The financial statements of the Company shall be prepared in accordance with PRC accounting standards and regulations. If required by the listing rules of the stock exchange where the company's shares are listed overseas, it shall also be prepared in accordance with either international accounting standards, or that of the place overseas where the shares of the Company are listed. If there is any material difference between the financial statements prepared respectively in accordance with the two accounting standards, such difference shall be stated in the financial statements. In distributing its profits after tax, the lower of the two amounts shown in the financial statements shall be adopted.	Article 143: The financial statements of the Company shall be prepared in accordance with PRC accounting standards and regulations. ~~If required by the listing rules of the stock exchange where the Company's shares are listed overseas, it shall also be prepared in accordance with either international accounting standards, or that of the place overseas where the shares of the Company are listed. If there is any material difference between the financial statements prepared respectively in accordance with the two accounting standards, such difference shall be stated in the financial statements. In distributing its profits after tax, the lower of the two amounts shown in the financial statements shall be adopted.~~
Article 144: Any interim results or financial information published or disclosed by the Company must be prepared and presented in accordance with PRC enterprise accounting standards and regulations. If required by the listing rules of the stock exchange where the company's shares are listed overseas, it shall also be prepared and presented in accordance with either international accounting standards or that of the place overseas where the shares of the Company are listed.	Article 144: Any interim results or financial information published or disclosed by the Company must be prepared and presented in accordance with PRC enterprise accounting standards and regulations. ~~If required by the listing rules of the stock exchange where the Company's shares are listed overseas, it shall also be prepared and presented in accordance with either international accounting standards or that of the place overseas where the shares of the Company are listed.~~

Save for the Proposed Articles Amendments set out above, the other provisions of the Articles of Association remain unchanged.

The Articles of Association are prepared in Chinese, and the English version is for reference only. In case of any discrepancy between the Chinese and English versions, the Chinese version shall prevail.

According to the Articles of Association and the relevant laws and regulations, the Proposed Articles Amendments will take effect upon approval of the Shareholders at the Extraordinary General Meeting by way of a special resolution. A special resolution in relation to the Proposed Articles Amendments will be proposed at the Extraordinary General Meeting for the approval by the Shareholders.

The legal advisers to the Company as to the PRC law and Hong Kong law have confirmed that the Proposed Articles Amendments comply with the requirements under the PRC laws and the GEM Listing Rules, respectively. The Company, on the other hand, has confirmed that there is nothing unusual about the Proposed Articles Amendments for a PRC company whose H shares are listed on the Stock Exchange.

4. EXTRAORDINARY GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Extraordinary General Meeting is set out on pages 10 to 11 of this circular. At the Extraordinary General Meeting, resolutions will be proposed to approve, *inter alia*, (i) the proposed appointment of Mr. Pan as an independent non-executive Director; and (ii) the Proposed Articles Amendments.

Pursuant to Rule 17.47(4) of the GEM Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, all resolutions set out in the notice of the Extraodinary General Meeting will be put to the vote by way of poll. An announcement on the poll results will be made by the Company after the Extraordinary General Meeting in the manner prescribed under Rules 17.47(5) and 17.47(5A) of the GEM Listing Rules.

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, as at the Latest Practicable Date, no Shareholder had a material interest in any resolution to be proposed at the Extraordinary General Meeting and accordingly, no Shareholder is required to abstain from voting at the Extraordinary General Meeting.

A form of proxy for use at the Extraordinary General Meeting is enclosed with the notice of the Extraordinary General Meeting and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.zhongsheng.com.cn). Whether or not you intend to attend the Extraordinary General Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the Extraordinary General Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not

preclude you from attending the Extraordinary General Meeting and voting in person if you so wish and in such event, the form of proxy shall be deemed to be revoked. For the avoidance of doubt, holders of any Treasury Shares shall abstain from voting at general meetings in respect of any Treasury Shares held by them, if any.

5. RECOMMENDATION

The Directors believe that all resolutions proposed for consideration and approval by the Shareholders at the Extraordinary General Meeting are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that all the Shareholders should vote in favour of all the resolutions to be proposed at the Extraordinary General Meeting as set out in the notice of the Extraordinary General Meeting.

6. ADDITIONAL INFORMATION

Your attention is drawn to the additional information as set out in the Appendix to this circular.

Yours faithfully,
For and on behalf of the Board
Biosino Bio-Technology and Science Incorporation
Chen Peng
Chairman, President and Executive Director

The following are the particulars of the Director proposed to be appointed at the Extraordinary General Meeting:

INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Pan Guangjin (潘光錦先生), aged 52, is proposed to be appointed as an independent non-executive Director. Mr. Pan obtained a doctoral degree from the School of Medicine of Tsinghua University in 2005 and completed his postdoctoral research from the University of Wisconsin-Madison in 2008. Mr. Pan has extensive experience in regenerative medicine and stem cell research. Mr. Pan previously worked as an assistant researcher at the University of Wisconsin, a researcher and deputy director of the Guangzhou Institutes of Biomedicine and Health, Chinese Academy of Sciences. He is currently a director of the Centre for Regenerative Medicine and Health, Hong Kong Institute of Science & Innovation, Chinese Academy of Sciences.

Mr. Pan will enter into a service agreement with the Company upon his appointment as an independent non-executive Director is approved by the Shareholders at the Extraodinary General Meeting. His term of service with the Company will take effect from the date of approval by the Shareholders at the Extraodinary General Meeting 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.

Mr. Pan 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 other Directors, senior management, substantial or controlling shareholders of the Company as defined in the GEM Listing Rules.

Mr. Pan has met the independent criteria set out in Rule 5.09 of the GEM Listing Rules and 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.

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 EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary 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, 20 November 2026 at 10:00 a.m. for the following purposes:-

AS ORDINARY RESOLUTION

1. To consider and approve the appointment of Mr. Pan Guangjin as an independent non-executive director of the Company (the "**Director(s)**"), and authorise the board (the "**Board**") of Directors 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.

AS SPECIAL RESOLUTION

2. To consider and approve the proposed amendments to the articles of association of the Company.

By order of the Board
Biosino Bio-Technology and Science Incorporation
Tung Woon Cheung, Eric
Company Secretary

Beijing, the PRC, 2 November 2026

Notes:

1. The register of holders of H Shares of the Company (the "**H Shares**") and the register of holders of domestic shares of the Company (the "**Domestic Shares**") will be closed from Tuesday, 17 November 2026 to Friday, 20 November 2026, 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 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 Monday, 16 November 2026. 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 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 Meeting (or any adjournment thereof) on his behalf. A proxy needs not be a shareholder of the Company ("**Shareholder(s)**").

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 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 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 in Hong Kong, 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 Meeting (or any adjournment thereof).

5. Each holder of Domestic Shares who is entitled to attend and vote at the 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 Meeting (or any adjournment thereof) on his behalf. A proxy needs 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 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 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 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.