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常茂生物化學工程股份有限公司

Changmao Biochemical Engineering Company Limited*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 954)

**FURTHER ANNOUNCEMENT ON PROPOSED AMENDMENTS TO THE
ARTICLES OF ASSOCIATION
POSTPONEMENT OF EXTRAORDINARY GENERAL MEETING
AND
CHANGE OF BOOK CLOSURE PERIOD**

Proposed Articles Amendments

Reference is made to the announcement in relation to the proposed amendments to the Articles of Association, the notice of EGM and the circular dated 29 August 2022 issued by the Company, containing among others, the amendment of the business scope specified in the Articles of Association after the Company's Changzhou plant has stopped producing maleic anhydride. After further communication with the State Administration for Market Regulation, the Company is required to make a few minor amendments (the "New Additions") to Article 12 of the Articles of Association. The Directors confirm that the actual principal business of the Group will remain unchanged.

The Articles Amendments are set out below (insertions are underlined, deletions are crossed-out and the New Additions are highlighted in bold).

Original Articles (Note)	Amended Articles
<p>Article 12 The principal business scope of the Company is: dangerous chemicals (according to the operating scope of production licence), food additives (according to the operating scope of production licence), pharmaceutical adjuvants (according to the operating scope of production licence), chemical products (nonhazardous chemicals), pharmaceutical intermediaries, bio-chemical products, active pharmaceutical ingredients (according to the operating scope of production licence), feed additives, additive premixed feeds (according to the operating</p>	<p>Article 12 The principal business scope of the Company is: dangerous chemicals (according to the operating scope of production licence), food additives (according to the operating scope of production licence), pharmaceutical adjuvants (according to the operating scope of production licence), chemical products (nonhazardous chemicals), pharmaceutical intermediaries, bio-chemical products, <u>active pharmaceutical ingredients</u> (according to the operating scope of <u>production licence</u>), <u>feed additives</u>, <u>additive premixed feeds</u> (according to the operating</p>

scope of production licence), nutraceutical products, biological products, new materials, the development, production, processing and sales of the above products. The import and export of all types of goods and techniques by itself or as an agent, other than those restricted from being operated or prohibited from being imported or exported by the State. (Subject to the approval of the Administration for Industry and Commerce; business activities which are subject to approval according to the laws may commence only after obtaining approval from the relevant authorities).

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Licensed activities: Production of food; production of food additives; production of health food; production of pharmaceuticals; production of feed additives; production of feeds; production of new chemical substances; sales of food; hazardous chemicals business; **import and export of pharmaceuticals; import of new chemical substances.** (Activities are subject to approval in accordance with the law, only business activities after being approved by the relevant departments can be carried out. The specific business activities are subject to the approval documents or licenses from the relevant departments)

General activities: Manufacturing of basic chemical raw materials (excluding the manufacturing of hazardous chemicals and other licensed chemicals); manufacturing of synthetic materials (excluding hazardous chemicals); manufacturing of new building materials (excluding hazardous chemicals); manufacturing of special chemical products (excluding hazardous chemicals); production of chemical products (excluding licensed chemical products); sales of food additives; sales of health food (pre-packaged); sales of feed additives; sales of feed raw materials; sales of chemical products (excluding licensed chemical products); sales of special chemical products (excluding hazardous chemicals); industrial enzyme preparation research and development; biological feed research and development; biochemical product technology research and development; new material technology research and development; natural scientific research and experimental development; new material technology promotion services; technology

	<p><u>promotion services; import and export of goods; import and export of food; import and export of technologies; import and export agency. (Except for the activities that subject to approval in accordance with the law, the business activities shall be carried out autonomously according to the law with the business license)</u></p>
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Note: As the amendments to Article 12 of the Articles of Association (the "Amendments") passed at the Annual General Meeting on 25 May 2022 did not obtain any required approval or endorsement from or registration with the relevant regulatory authorities in the PRC, therefore, the original article did not contain the Amendments.

Save for the above amendments, the other articles in the existing Articles of Association will remain unchanged.

Shareholders should note that the Articles of Association are available only in Chinese. The English translation provided is for reference only. In case of any inconsistency, the Chinese version shall prevail.

A special resolution in relation to the Articles Amendments will be proposed at the EGM for the approval by the Shareholders. The Articles Amendments are conditional upon obtaining (i) the Shareholders' approval at the EGM; and (ii) any required approval or endorsement from or registration with the relevant regulatory authorities in the PRC.

POSTPONEMENT OF EGM

Due to the above changes, the Company hereby announces the postponement of the EGM which were previously planned to be held at 10:00 a.m. on Tuesday, 20 September 2022 to **10:00 a.m. on Wednesday, 12 October 2022**. The venue of EGM remained unchanged, which is Room 54, 5/F, New Henry House, 10 Ice House Street, Central, Hong Kong.

CHANGE OF BOOK CLOSURE PERIOD

Reference is made to the notice of EGM dated 29 August 2022 (the "Notice") in relation to, among others, the closure of register of members. Pursuant to the Notice, for the purpose of ascertaining the identity of the Shareholders who are entitled to attend and vote at the EGM, the register of members of the Company will be closed from 14 September 2022 to 20 September 2022 (both days inclusive).

The Board hereby announces that the period of closure of the register of members of the Company will be **changed to** the period from **7 October 2022 to 12 October 2022** (both days inclusive) during which period no share transfers can be registered. In order to be eligible to attend and vote at the EGM, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the share registrar and transfer office for H shares of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 6 October 2022.

The Notice of EGM and proxy form issued by the Company on 29 August 2022 relating to the EGM remain valid other than corresponding adjustments to reflect the change of the date of the EGM. Shareholders who have not yet returned the proxy form are advised to complete the proxy form in accordance with the instructions printed thereon and return it, in the case of holders of Domestic Shares and Foreign Shares, to the principal place of business of the Company in Hong Kong at Room 54, 5th Floor, New Henry House, 10 Ice House Street, Central, Hong Kong, and, in the case of holders of H Shares, to the Company's H Share registrar, being Computershare Hong Kong Investor Services Limited located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, as soon as practicable and in any event no later than 24 hours before the time appointed for the holding of the EGM. For the avoidance of doubt, if a Shareholder has completed and returned the proxy form in accordance with the instructions printed thereon, such proxy form will remain valid for use at the EGM or any adjournment thereof and such Shareholder need not re-submit the proxy form. If any Shareholder chooses to re-submit the proxy form, the last proxy form received by the Company will revoke and supersede the proxy form previously submitted by such Shareholder.

Definitions

In this announcement, unless the context requires otherwise, the following expressions have the meanings as set out below:

“Articles Amendments”	the proposed amendments to be made to the Articles of Association, details of which set out in this announcement
“Articles of Association”	the articles of association of the Company prevailing from time to time
“Board”	the board of the Directors
“Company”	常茂生物化學工程股份有限公司 (Changmao Biochemical Engineering Company Limited*), a joint stock limited company incorporated in the PRC with the H Shares currently listed on the main board of the Stock Exchange (Stock Code: 954)
“Director(s)”	director(s) of the Company
“EGM”	the extraordinary general meeting of the Company which was scheduled to be held on at 10:00 a.m., Tuesday, 20 September 2022, and subsequently changed to be held at 10:00 a.m., Wednesday, 12 October 2022, at Room 54, 5/F, New Henry House, 10 Ice House Street, Central, Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“PRC”	the People’s Republic of China, for the purpose of this announcement, excluding Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“Shareholder(s)”	Shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board
Changmao Biochemical Engineering Company Limited*
Rui Xin Sheng
Chairman

The PRC, 14 September 2022

**For identification purpose*

As at the date hereof, Mr. Rui Xin Sheng (Chairman) and Mr. Pan Chun are the executive directors of the Company, Mr. Zeng Xian Biao, Mr. Yu Xiao Ping, Mr. Wang Jian Ping and Ms. Leng Yi Xin are the non-executive directors of the Company, Mr. Zhou Zhi Wei, Mr. Shu Rong Xin and Ms. Cheng Mun Wah are the independent non-executive directors of the Company.

This announcement will be published on the “Listing Company Information” page of the Stock Exchange’s website at www.hkexnews.hk and on the Company’s website at www.cmbec.com.hk.