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Brii Biosciences Limited
騰盛博药生物科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2137)

**PROPOSED ADOPTION OF THE AMENDED AND
RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION**

This announcement is made by Brii Biosciences Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors of the Company (the “**Board**”) proposes that certain amendments (the “**Proposed Amendments**”) be made to the existing memorandum and articles of association of the Company (the “**M&A**”) by way of adoption of the amended and restated memorandum and articles of association (the “**Amended and Restated M&A**”) in substitution for and to the exclusion of the M&A, for the purposes of, among other things, (i) bringing the M&A in alignment with the Core Shareholder Protection Standards as set out in Appendix 3 of the Listing Rules; (ii) allowing general meetings of the Company to be held where the shareholders of the Company (the “**Shareholders**”) may participate by electronic means or by attending the meetings physically; (iii) allowing the chairperson of any general meetings of the Company to participate by electronic means; and (iv) making some other house-keeping amendments to the M&A.

The Proposed Amendments and the proposed adoption of the Amended and Restated M&A are subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting (the “**AGM**”) of the Company to be convened and will become effective upon the approval by the Shareholders at the AGM.

A circular containing, among other things, further details of the Proposed Amendments and the proposed adoption of the Amended and Restated M&A, together with a notice of AGM will be despatched to the Shareholders in due course.

By order of the Board
Brii Biosciences Limited
Dr. Zhi Hong
Chairman

Hong Kong, March 24, 2023

As at the date of this announcement, the Board comprises Dr. Zhi Hong and Dr. Ankang Li as executive directors; Mr. Robert Taylor Nelsen as non-executive director; and Dr. Martin J Murphy Jr, Ms. Grace Hui Tang, Mr. Yiu Wa Alec Tsui, Mr. Gregg Huber Alton and Dr. Taiyin Yang as independent non-executive directors.