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**Brii Biosciences Limited**  
**騰盛博藥生物科技有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2137)**

## **CLARIFICATION ANNOUNCEMENT**

Reference is made to the announcement of Brii Biosciences Limited (the “**Company**”) dated August 23, 2023 in relation to, among others, the grant of RSUs by the Company in accordance with the terms of the Post-IPO Share Award Scheme (the “**Announcement**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

The Board would like to clarify and supplement the following information regarding the RSU Grants.

### **RSU Grants**

The RSUs granted to Dr. Hong under the RSU Grants would be satisfied by way of purchase of existing Shares on the secondary market by the Trustee using the Company’s internal resources, instead of being satisfied by new Shares to be issued by the Company under its available general mandate granted by the Shareholders at the annual general meeting of the Company held on June 20, 2023.

Therefore, other than the RSUs granted to Dr. Hong and Dr. Li under the RSU Grants, the RSUs granted to the other RSU Grantees under the RSU Grants would remain to be satisfied by new Shares to be issued by the Company under its available general mandate granted by the Shareholders at the annual general meeting of the Company held on June 20, 2023, subject to the obtaining of listing approval from the Stock Exchange and in compliance with all applicable Listing Rules.

### **Listing Rules implications of the RSU Grants**

As each of Dr. Hong and Dr. Li is an executive Director, each of them is a connected person of the Company under Rule 14A.07 of the Listing Rules. The grants of RSUs to Dr. Hong and Dr. Li under the RSU Grants would constitute connected transactions of the Company under Chapter 14A of the Listing Rules. However, as the grants of RSUs to Dr. Hong and Dr. Li under the RSU Grants would be satisfied by way of purchase of existing Shares on the secondary market and form part of the remuneration package under their service contracts with the Company, such grants are exempted from the reporting, announcement and independent Shareholders’ approval requirements pursuant to Rule 14A.73(6) and Rule 14A.95 of the Listing Rules.

## **Number of Shares available for future grant**

The number of Shares underlying the RSUs that will be available for future grants pursuant to the Post-IPO Share Award Scheme after the Options Grants and the RSU Grants should be “21,205,296 Shares”, instead of “20,697,296 Shares”.

Save as disclosed in this announcement, all other information and contents of the Announcement remain unchanged.

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

Hong Kong, August 25, 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.*