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JOINN

**JOINN LABORATORIES (CHINA) CO., LTD.**

**北京昭衍新藥研究中心股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock code: 6127)**

**ANNOUNCEMENT PURSUANT TO RULES 13.51B(2) AND 13.51(2) OF  
THE LISTING RULES**

This announcement is made by JOINN Laboratories (China) Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.51B(2) and 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Company received the “Decision on the Adoption of the Measures of Issuance of Warning Letter against Ms. Feng Yuxia and Mr. Zhou Zhiwen” ([2024] No. 38) (《關於對馮宇霞、周志文採取出具警示函措施的決定》([2024]38號)) (the “**Warning Letter**”) from the Beijing Regulatory Bureau (the “**Beijing Regulatory Bureau**”) of the China Securities Regulatory Commission (the “**CSRC**”) today. Pursuant to the Warning Letter, during the period from 5 November 2020 to 26 February 2021, due to passive dilution and active shareholding reduction as a result of the listing of the H shares of the Company, the proportion of the Company’s shares held by Ms. Feng Yuxia (“**Ms. Feng**”, the chairperson and executive director of the Company) and Mr. Zhou Zhiwen (“**Mr. Zhou**”, the spouse of Ms. Feng) decreased by 8.16% cumulatively. As the Company’s actual controllers and persons acting in concert, Ms. Feng and Mr. Zhou did not stop buying and selling the shares of the Company when their shareholding ratio reduced by 5%, and did not prepare and disclose equity change reports in a timely manner, and only disclosed the change until 27 May 2022 when their accumulated changes in shareholding of the Company reached 9.16% of the total share capital of the Company. The above-mentioned behaviors have violated the provisions of Article 63 of the “Securities Law of the People’s Republic of China” and Article 13 of the “Measures for the Administration of Acquisitions of Listed Companies” (《上市公司收購管理辦法》).

According to the provisions of Article 75 of the “Measures for the Administration of Acquisitions of Listed Companies”, the Beijing Regulatory Bureau is now taking administrative regulatory measures to issue the Warning Letter to Ms. Feng and Mr. Zhou. If there is any objection to the regulatory measures of the Beijing Regulatory Bureau, Ms. Feng and Mr. Zhou may apply to the CSRC for administrative review within 60 days from the date of receipt of the Warning Letter, or initiate a litigation at a People’s Court with jurisdiction within six months from the date of receipt of the Warning Letter. The implementation of the administrative regulatory measures as aforementioned shall not be suspended during the period of the review and the litigation.

After receiving the Warning Letter, the Company, Ms. Feng and Mr. Zhou will learn from the mistake and further enhance their study of the relevant laws, regulations and regulatory documents, so as to effectively fulfill their information disclosure obligations.

For further details of the Warning Letter, please refer to the announcement published by the Company on the Shanghai Stock Exchange website at: [https://static.sse.com.cn/disclosure/listedinfo/announcement/c/new/2024-02-09/603127\\_20240209\\_6FY0.pdf](https://static.sse.com.cn/disclosure/listedinfo/announcement/c/new/2024-02-09/603127_20240209_6FY0.pdf).

Both Ms. Feng and Mr. Zhou have confirmed to the Company that save as disclosed in this announcement, there is no other matter that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange. The Company also confirms that the Warning Letter will not affect the normal production, operation and management activities of the Company.

By order of the Board  
**JOINN Laboratories (China) Co., Ltd.**  
**Feng Yuxia**  
*Chairperson*

Beijing, the PRC, 8 February 2024

*As at the date of this announcement, the Board comprises Ms. Feng Yuxia as the chairperson and executive Director, Mr. Zuo Conglin, Mr. Gao Dapeng, Ms. Sun Yunxia and Dr. Yao Dalin as executive Directors, and Mr. Sun Mingcheng, Dr. Zhai Yonggong, Mr. Ou Xiaojie and Mr. Zhang Fan as independent non-executive Directors.*