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**RemeGen Co., Ltd.\***

**榮昌生物製藥(煙台)股份有限公司**

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

**(Stock Code: 9995)**

## **ANNOUNCEMENT AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by RemeGen Co., Ltd.\* 榮昌生物製藥(煙台)股份有限公司 (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

In light of the increase of the registered capital of the Company due to attribution of 69,080 A shares of the Class A interests under the Company’s 2022 Restricted A Share Incentive Scheme in the first attribution period, the Company proposes to make corresponding amendments to the relevant articles of the Articles of Association of RemeGen Co., Ltd. (the “**Articles of Association**”) (the “**Amendments to the Articles**”). At the Company’s 2022 second extraordinary general meeting, 2022 first class meeting of A shareholders and 2022 first class meeting of H shareholders, the board of directors of the Company (the “**Board**”) has been authorized by the shareholders to handle all matters necessary in connection with the attribution of the restricted shares to the participants, among others, amending the Articles of Association and registering the change in registered capital of the Company. On March 27, 2024, the resolution in relation to, among others, the Amendments to the Articles, was considered and approved at a meeting of the Board, with effective on the same day. Details of the relevant amendments are set out in Appendix I of this announcement.

The full text of the amended Articles of Association shall be published on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company’s website ([www.remegen.com](http://www.remegen.com)).

By Order of the Board  
**RemeGen Co., Ltd.\***  
**Mr. Wang Weidong**  
*Chairman and Executive Director*

Yantai, the People’s Republic of China  
March 27, 2024

*As at the date of this announcement, the Board comprises Mr. Wang Weidong, Dr. Fang Jianmin, Dr. He Ruyi and Mr. Lin Jian as the executive directors; Dr. Wang Liqiang and Dr. Su Xiaodi as the non-executive directors; and Mr. Hao Xianjing, Dr. Ma Lan and Mr. Chen Yunjin as independent non-executive directors.*

\* For identification purpose only

**COMPARISON TABLE OF AMENDMENTS TO  
THE ARTICLES OF ASSOCIATION OF REMEGEN CO., LTD.**

Original articles	Amended articles
<p><b>Article 5</b> The registered capital of the Company is RMB544,263,003.</p>	<p><b>Article 5</b> The registered capital of the Company is RMB544,332,083.</p>
<p><b>Article 20</b> Upon completion of the initial public offering of overseas listed foreign shares, if the capital structure of the Company shall comprise of: 478,356,202 ordinary shares (before the Over-allotment Option is exercised), including 239,294,291 domestic shares, accounting for 50.02% of the total number of ordinary shares of the Company; 132,193,534 unlisted foreign shares, accounting for 27.64% of the total number of ordinary shares of the Company; and 106,868,377 H Shares, accounting for 22.34% of the total number of ordinary shares of the Company.</p> <p>If the Over-allotment Option is fully exercised, the capital structure of the Company shall comprise of: 489,836,702 ordinary shares, including 239,294,291 domestic shares, accounting for 48.85% of the total number of ordinary shares of the Company; 132,193,534 unlisted foreign shares, accounting for 26.99% of the total number of ordinary shares of the Company; and 118,348,877 H Shares, accounting for 24.16% of the total number of ordinary shares of the Company.</p> <p>With the approval of the China Securities Regulatory Commission (the “CSRC”), 15 shareholders of the Company converted a total of 71,232,362 domestic unlisted shares into overseas listed foreign shares, and the relevant shares may be listed on the Hong Kong Stock Exchange upon completion of the conversion.</p>	<p><b>Article 20</b> Upon completion of the initial public offering of overseas listed foreign shares, if the capital structure of the Company shall comprise of: 478,356,202 ordinary shares (before the Over-allotment Option is exercised), including 239,294,291 domestic shares, accounting for 50.02% of the total number of ordinary shares of the Company; 132,193,534 unlisted foreign shares, accounting for 27.64% of the total number of ordinary shares of the Company; and 106,868,377 H Shares, accounting for 22.34% of the total number of ordinary shares of the Company.</p> <p>If the Over-allotment Option is fully exercised, the capital structure of the Company shall comprise of: 489,836,702 ordinary shares, including 239,294,291 domestic shares, accounting for 48.85% of the total number of ordinary shares of the Company; 132,193,534 unlisted foreign shares, accounting for 26.99% of the total number of ordinary shares of the Company; and 118,348,877 H Shares, accounting for 24.16% of the total number of ordinary shares of the Company.</p> <p>With the approval of the China Securities Regulatory Commission (the “CSRC”), 15 shareholders of the Company converted a total of 71,232,362 domestic unlisted shares into overseas listed foreign shares, and the relevant shares may be listed on the Hong Kong Stock Exchange upon completion of the conversion.</p>

With the consent of the Shanghai Stock Exchange (the “SSE”) and registration with the CSRC, the Company made an initial public offering of 54,426,301 domestic RMB ordinary shares (A shares), which was listed on the Science and Technology Innovation Board on March 31, 2022. After the completion of the conversion of the above-mentioned domestic unlisted shares into overseas listed foreign shares and the completion of the initial public offering and listing of domestic RMB ordinary shares (A shares), the share capital structure of the Company is as follows: 544,263,003 ordinary shares, of which: 354,681,764 domestic RMB ordinary shares (A shares), accounting for 65.17% of the total number of ordinary shares of the Company; 189,581,239 H shares, accounting for 34.83% of the total number of ordinary shares of the Company.

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**As approved at the Company’s 2022 Second Extraordinary General Meeting, 2022 First Class Meeting of A Shareholders and 2022 First Class Meeting of H Shareholders, 69,080 A shares of the Class A interests under the Company’s 2022 Restricted A Share Incentive Scheme attributed in the first attribution period; after the attribution, the Company’s share capital structure is as follows: 544,332,083 ordinary shares, of which: 354,750,844 domestic RMB ordinary shares (A shares), accounting for 65.17% of the total number of ordinary shares of the Company; and 189,581,239 H shares, accounting for 34.83% of the total number of ordinary shares of the Company.**