

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities, nor is it intended to invite any such offer or invitation. This announcement is not for distribution, directly or indirectly, in or into the United States. This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Company's shares mentioned in this announcement have not been and will not be registered under the Securities Act and may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the Securities Act. The Company's shares mentioned herein are being offered and sold (i) solely to qualified institutional buyers pursuant to an exemption from registration under Rule 144A of the Securities Act, and (ii) outside the United States in offshore transactions in accordance with Regulation S under the Securities Act. No public offering of the Company's shares will be made in the United States.*



**Ascletis Pharma Inc.**

**歌禮製藥有限公司**

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

**(Stock Code: 1672)**

## **COMPLETION OF PLACING OF NEW SHARES UNDER THE GENERAL MANDATE**

**Sole Overall Coordinator and Sole Placing Agent**



Reference is made to the announcement of Ascletis Pharma Inc. (歌禮製藥有限公司) (the “**Company**”) dated February 3, 2026 (the “**Announcement**”) in relation to the Placing. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

### **Completion of Placing of New Shares under the General Mandate**

The Company is pleased to announce that completion of the Placing took place on February 10, 2026. A total of 69,256,000 new Shares have been successfully placed at the Placing Price of HK\$12.18 per Share to not less than six (6) Placees who (to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries), together with their respective ultimate beneficial owners, are Independent Third Parties. As far as the Company is aware, none of the Placees and their ultimate beneficial owners will become a substantial shareholder (as defined under the Listing Rules) of the Company as a result of the Placing.

In connection with the Placing, a total of 69,256,000 Placing Shares have been issued to the Placees at the Placing Price of HK\$12.18 per Share as all the conditions for the Placing have been fulfilled. The net Placing Price (after deducting the fees, costs and expenses) is estimated to be approximately HK\$12.06 per Placing Share. The number of the Placing Shares represents approximately 6.53% of the Shares (excluding treasury shares) of the Company as enlarged by the Placing.

## Use of Proceeds from the Placing

The gross proceeds to the Company from the Placing are approximately HK\$843.5 million, and the net proceeds (after deducting the commissions and estimated expenses) from the Placing are approximately HK\$835.2 million in aggregate. Approximately 90% of the net proceeds from the Placing are proposed to be used for preparation, groundwork and launch of global Phase III trials of small molecule oral GLP-1 receptor agonist ASC30 for the treatment of obesity, and approximately 10% of the net proceeds from the Placing are proposed to be used for working capital and other general corporate purposes.

## Effects of the Placing on the Shareholding Structure of the Company

The table below sets forth the shareholding structure of the Company (i) immediately before the completion of the Placing, and (ii) immediately after the completion of the Placing (as of the date of this announcement).

Name of Shareholder	Immediately before the completion of the Placing		Immediately after the completion of the Placing	
	Number of Shares held	Percentage (%)	Number of Shares held	Percentage (%)
Controlling Shareholders	575,952,078 <sup>(1)</sup>	58.07%	575,952,078 <sup>(1)</sup>	54.28%
Placees	–	–	69,256,000	6.53%
Other Shareholders	415,922,242	41.93%	415,922,242	39.20%
<b>Total Issued Shares (excluding treasury shares)</b>	<b>991,874,320</b>	<b>100%</b>	<b>1,061,130,320</b>	<b>100%</b>

*Note:*

(1) It includes (i) 490,813,664 Shares held by Dr. Wu through JJW12 Limited, a company incorporated in the BVI and wholly owned by Dr. Wu; (ii) 1,155,500 Shares directly held by Dr. Wu; (iii) 1,155,500 Shares directly held by Mrs. Wu; and (iv) 82,827,414 Shares held by Lakemont Holding LLC. As at the date of this announcement, Lakemont Holding LLC was controlled by Lakemont Remainder Trust as to 45.95% and Northridge Trust as to 53.52%. Lakemont Remainder Trust and Northridge Trust (the “**Family Trusts**”) are discretionary trusts that Mrs. Wu was the protector of the Family Trusts who can exercise the voting rights in the Shares held by the Family Trusts. Mrs. Wu was the investment advisor of the Family Trusts. The calculation herein is made excluding (i) 7,084,210 Shares held as treasury shares by the Company as at the date of this announcement; and (ii) 2,000,000 underlying Shares deemed to be held by Dr. Wu and Mrs. Wu pursuant to the 1,000,000 share options granted to each of Dr. Wu and Mrs. Wu on January 3, 2024 under the 2019 Share Option Scheme.

By order of the Board  
**Ascleitis Pharma Inc.**  
歌禮製藥有限公司  
**Jinzi Jason WU**  
*Chairman*

Hong Kong  
February 10, 2026

*As at the date of this announcement, the Board comprises Dr. Jinzi Jason WU and Mrs. Judy Hejingdao WU, as executive Directors; and Dr. Yizhen WEI, Mr. Jiong GU and Ms. Lin HUA, as independent non-executive Directors.*