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Shanghai Haohai Biological Technology Co., Ltd.*
上海昊海生物科技股份有限公司

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

(Stock code: 6826)

DISCLOSURE PURSUANT TO RULE 14A.63 OF THE LISTING RULES

This announcement is made by Shanghai Haohai Biological Technology Co., Ltd.* (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rule 14A.63 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

References are made to (i) the announcements of the Company dated 8 February 2023 and 9 March 2023 in relation to the equity transfer agreement (the "**Equity Transfer Agreement**") for the acquisition of 20% equity interest in Shenzhen New Industries Material of Ophthalmology Co., Ltd.* (the "**Target Company**") by Shanghai Haohai Medical Technology Development Co., Ltd. (the "**Purchaser**", a wholly-owned subsidiary of the Company) from Mr. Zhang Jinsong, Shenzhen Jiusi Investment Partnership (Limited Partnership), Zhongjing Equity Investment Fund Management (Shenzhen) Partnership (Limited Partnership) and Shenzhen Baina Tongda Investment Consulting Partnership (Limited Partnership) (collectively, the "**Former Sellers**"); and (ii) the announcement of the Company dated 7 November 2025 (the "**Announcement**") in relation to the supplemental equity transfer agreement (the "**Supplemental Equity Transfer Agreement**") for the acquisition of the remaining 20% equity interest in the Target Company by the Purchaser from Mr. Zhang Jinsong, Shenzhen Jiusi Investment Partnership (Limited Partnership) and Shenzhen Baina Tongda Investment Consulting Partnership (Limited Partnership) (collectively, the "**Sellers**"). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

Pursuant to the Equity Transfer Agreement, the Former Sellers have made certain profit guarantees to the Purchaser in respect of the business profits of the Target Company for the years of 2023, 2024 and 2025. If the actual business profit of the Target Company in a certain year is lower than the corresponding guaranteed business profit, the Purchaser has the right to request the Former Sellers to provide Monetary Compensation. Details of such profit guarantees were set out in the Announcement.

According to the terms of the Supplemental Equity Transfer Agreement, the Consideration of RMB74,000,000 to be received by the Sellers shall be used to offset the Total Monetary Compensation. Should the Consideration be larger than or equal to the Total Monetary Compensation, the Purchaser shall pay to the Sellers such difference in proportion to their shareholdings in the Target Company. Such amount of the Consideration will be funded by the internal resources of the Group. Should the Consideration be smaller than the Total Monetary Compensation, the Former Sellers and Mr. Yu Chunhang shall jointly and severally pay to the Purchaser such difference. The Equity Transfer Agreement and the Supplemental Equity Transfer Agreement do not provide the Purchaser with any option to sell the Target Company back to the Former Sellers or the Sellers if the Profit Guarantees were not fulfilled.

As at the date of this announcement, the audited financial figures of the Target Company for 2025 has been released. The following table sets out the Profit Guarantee, the Actual Profit and the Monetary Compensation for the three years ended 31 December 2025.

	For the year ended 31 December		
	2023	**2024**	**2025**
	RMB	*RMB*	*RMB*
Profit Guarantee	39,600,000	59,100,000	81,000,000
Actual Profit	41,162,600	22,006,200	42,217,600
Difference	1,562,600	(37,093,800)	(38,782,400)
Monetary Compensation	–	27,681,500	30,214,400

After final confirmation and agreement between the parties, as the Profit Guarantees for the years 2024 and 2025 are not met, the Total Monetary Compensation amounts to approximately RMB57,895,000 should be paid to the Purchaser by the Sellers. As the Total Monetary Compensation is less than the Consideration of RMB74,000,000, the Total Monetary Compensation was deemed to be settled on the date of this announcement.

The independent non-executive Directors are of the view that the connected persons have fulfilled their obligations under the Supplemental Equity Transfer Agreement.

By order of the Board
Shanghai Haohai Biological Technology Co., Ltd.*
Hou Yongtai
Chairman

Shanghai, the PRC, 20 March 2026

As at the date of this announcement, the executive Directors are Dr. Hou Yongtai, Mr. Wu Jianying, Ms. Chen Yiyi and Mr. Tang Minjie; the non-executive Directors are Ms. You Jie, Mr. Huang Ming and Mr. Wei Changzheng; and the independent non-executive Directors are Mr. Shen Hongbo, Mr. Jiang Zhihong, Mr. Su Zhi and Mr. Yang Yushe.

* *For identification purpose only*