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# 常茂生物化學工程股份有限公司

# Changmao Biochemical Engineering Company Limited*

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

(Stock Code: 954)

## PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board of Changmao Biochemical Engineering Company Limited hereby announces that in accordance with the latest revised and effective Company Law of the People's Republic of China and other relevant regulations, the latest regulatory requirements in relation to the further expanded paperless listing regime under the Listing Rules, and in light of the Company's actual circumstances, the Board proposed to amend the existing Articles of Association to, among others, bring the Articles of Association in line with the relevant requirements of laws and regulations. The proposed amendments also include some housekeeping changes.

**Shareholders should note that the Articles of Association are available only in Chinese. The English translation provided is for reference only. In case of any inconsistency, the Chinese version shall prevail.**

A special resolution in relation to the amendments to the Articles of Association will be proposed at the AGM for the approval by the Shareholders. The amendments to the Articles of Association are conditional upon obtaining (i) the Shareholders' approval at the AGM; and (ii) any required approval or endorsement from or registration with the relevant regulatory authorities in the PRC.

A circular of the Company containing, among other things, details of the proposed amendments to the Articles of Association together with a notice convening the AGM will be despatched to the Shareholders in due course.

**Definitions**

In this announcement, unless the context otherwise requires, the following expressions have the meanings as set out below:

| | |
|---|---|
| "Articles of Association" | the articles of association of the Company prevailing from time to time |
| "Board" | the board of the Directors |
| "Company" | 常茂生物化學工程股份有限公司 (Changmao Biochemical Engineering Company Limited*), a joint stock limited company incorporated in the PRC with the H Shares currently listed on the main board of the Stock Exchange (Stock Code: 954) |
| "Director(s)" | director(s) of the Company |
| "AGM" | the annual general meeting of the Company to be held at 10:00 a.m. on Thursday, 28 May 2026 at Capital Conference Services Limited, 9/F, Henley Building, 5 Queen's Road Central, Hong Kong |
| "Hong Kong" | the Hong Kong Special Administrative Region of the PRC |
| "Listing Rules" | the Rules Governing the Listing of Securities on the Stock Exchange |
| "PRC" | the People's Republic of China, for the purpose of this announcement, excluding Hong Kong, the Macau Special Administrative Region of the People's Republic of China and Taiwan |
| "Shareholder(s)" | Shareholders of the Company |
| "Stock Exchange" | The Stock Exchange of Hong Kong Limited |

*By order of the Board*
**Changmao Biochemical Engineering Company Limited***
**Rui Xin Sheng**
*Chairman*

The PRC, 21 April 2026

**For identification purpose only*

*As at the date hereof, Mr. Rui Xin Sheng (Chairman), Mr. Pan Chun and Ms. Rui Xiao Qin are the executive Directors, Mr. Yu Xiao Ping, Ms. Leng Yi Xin and Mr. Lin Ze Yu are the non-executive Directors, Mr. Zhou Zhi Wei, Mr. Shu Rong Xin and Ms. Cheng Mun Wah are the independent non-executive Directors.*