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CHINA ISOTOPE & RADIATION CORPORATION

中國同輻股份有限公司

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

(Stock Code: 1763)

CONNECTED TRANSACTION ENTERING INTO THE SHAREHOLDERS' AGREEMENT ON THE ESTABLISHMENT OF THE JOINT VENTURE COMPANY

ENTERING INTO THE SHAREHOLDERS' AGREEMENT

On 3 July 2026, the Company entered into the Shareholders' Agreement with CNNC Yuanke in respect of the establishment of the joint venture company, CNNC Fuyuan. Pursuant to the Shareholders' Agreement, the registered capital of CNNC Fuyuan is RMB10 million, of which, RMB6 million will be contributed by the Company in cash, and RMB4 million will be contributed by CNNC Yuanke in cash. Upon the establishment of CNNC Fuyuan, the Company and CNNC Yuanke will hold 60% and 40% equity interests in CNNC Fuyuan, respectively, and CNNC Fuyuan will become a non-wholly-owned subsidiary of the Company.

IMPLICATIONS OF THE LISTING RULES

As at the date of this announcement, CNNC directly and indirectly holds approximately 73.83% of the Company's total issued share capital through CIAE, NPIC, CNNC Fund and CNNC 404, and is the controlling Shareholder and a connected person of the Company. CIAE is a public institute controlled and managed by CNNC, and CNNC Yuanke is a wholly-owned subsidiary of CIAE. Therefore, CNNC Yuanke is an associate of CNNC and a connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, the entering into the Shareholders' Agreement and the transaction contemplated thereunder constitute a connected transaction of the Company.

As the highest applicable percentage ratio calculated under the Listing Rules in respect of the transaction under the Shareholders' Agreement exceeds 0.1% but is less than 5%, such transaction is subject to the reporting and announcement requirements but exempt from Shareholders' approval requirement under Chapter 14A of the Listing Rules.

INTRODUCTION

On 3 July 2026, the Company entered into the Shareholders' Agreement with CNNC Yuanke in respect of the establishment of the joint venture company, CNNC Fuyuan. Pursuant to the Shareholders' Agreement, the registered capital of CNNC Fuyuan is RMB10 million, of which, RMB6 million will be contributed by the Company in cash, and RMB4 million will be contributed by CNNC Yuanke in cash. Upon the establishment of CNNC Fuyuan, the Company and CNNC Yuanke will hold 60% and 40% equity interests in CNNC Fuyuan, respectively, and CNNC Fuyuan will become a non-wholly-owned subsidiary of the Company.

THE SHAREHOLDERS' AGREEMENT

The principal terms of the Shareholders' Agreement are summarized as follows:

Date: 3 July 2026

Parties: The Company; and
CNNC Yuanke

Effective date: The Shareholders' Agreement will become effective after being affixed with the respective company seals of the parties and signed by their legal representatives or authorized representatives.

Capital Contribution: The registered capital of CNNC Fuyuan is RMB10 million. The amounts of committed capital contributions, form of capital contribution, shareholding ratios and timing of capital contribution are as follows:

No.	Name of Shareholder	Committed capital contribution amount (RMB'000)	Form of capital contribution	Shareholding ratio	Timing of capital contribution
1	The Company	6,000	Cash	60%	By 31 December 2027
2	CNNC Yuanke	4,000	Cash	40%	By 31 December 2027
Total		10,000		100%	

Shareholders shall complete the actual capital contribution in proportion to their respective shareholdings. Each Shareholder shall pay its committed capital contribution amount on schedule. For capital contribution made in cash, the cash contribution shall be deposited in full into the bank account opened by CNNC Fuyuan.

Upon the establishment of CNNC Fuyuan, each capital contributor shall become a shareholder of CNNC Fuyuan. Shareholders who have paid in full are entitled to request CNNC Fuyuan to promptly issue capital contribution certificates to the Shareholders.

Business scope:	General business items: technical services, technology development, technology consulting, technology exchange, technology transfer, technology promotion; research and development of mechanical equipment; sales of mechanical equipment; manufacturing of mechanical and electrical equipment; sales of mechanical and electrical equipment; manufacturing of specialized equipment (excluding manufacturing of licensed specialized equipment); sales of mechanical parts and components; processing of mechanical parts and components; sales of electronic products; maintenance of electronic and mechanical equipment (excluding special equipment); engineering technical services (excluding planning management, survey, design and supervision); engineering management services; engineering and technical research and experimental development; information system operation and maintenance services; import and export of goods; import and export of technology (except for items subject to approval according to law, business activities shall be carried out independently according to the business license). Licensed items: sales of Class I radiation devices (including construction); production of Class II and III radiation devices; sales of Class II and III radiation devices; radioisotope production (except radiopharmaceuticals for positron emission computed tomography); electrical installation services; drug production (subject to approval by the industrial and commercial authorities). The business scope of CNNC Fuyuan is subject to such items as finally approved by the company registration authority. Where the scope of business falls within the scope of items that are subject to approval under laws and administrative regulations, it should obtain approval from the relevant authorities in accordance with laws.
Management organization and legal representative of CNNC Fuyuan:	CNNC Fuyuan shall have a shareholders' general meeting consisting of all shareholders, which acts as the organ of authority of CNNC Fuyuan and exercises its functions and powers in accordance with the Company Law and relevant laws, administrative regulations and the articles of association. CNNC Fuyuan shall have a board of directors which exercises its functions and powers in accordance with the Company Law and relevant laws, administrative regulations and the articles of association of CNNC Fuyuan. The board of directors of CNNC Fuyuan shall comprise three directors, two of which shall be nominated by the Company and one nominated by CNNC Yuanke, and shall be elected by the shareholders' general meeting. The chairman of the board of directors shall be a director recommended by the Company and shall be elected by the board of directors.

Equity transfer
and pledge:

When a shareholder wishes to transfer all or part of its equity interest in CNNC Fuyuan, it shall notify the other shareholders in writing of the equity transfer matter.

Under the same conditions, other shareholders of CNNC Fuyuan have the right of first refusal. As the preferred transferees, other shareholders shall provide a response within thirty days upon receiving a written request for transfer from the transferor, otherwise the transferor shall have the right to transfer to a party other than a shareholder.

When a shareholder of CNNC Fuyuan transfers all or part of its equity interest to a party other than other shareholders, the transferor shall submit to the other shareholders of CNNC Fuyuan a copy of the written agreement with the transferee regarding the corresponding rights and obligations associated with the transfer.

The transfer of equity interest in CNNC Fuyuan shall not interfere with the operations of CNNC Fuyuan or affect its organizational structure. Upon approval of the transfer, CNNC Fuyuan shall complete the registration procedures for the change with the market supervision and management authorities within fifteen days.

REASONS FOR AND BENEFITS OF ENTERING INTO THE SHAREHOLDERS' AGREEMENT TO ESTABLISH CNNC FUYUAN

The Company is a specialized company of CNNC in the nuclear technology application industry, and our entering into the Shareholders' Agreement to establish CNNC Fuyuan, an accelerator equipment company, is an active expansion into the upstream industrial chain, representing a crucial step for the Company to coordinate the source of investment and improve its industrial chain control capabilities, thus achieving key milestones in strengthening and complementing the industrial chain of the nuclear technology application industry.

Building upon radiation technology, CNNC Fuyuan will continuously enrich its product pipeline to create a product matrix that fully covers industrial and medical applications, spans the full range of high-, mid-, and low-end segments, and supports multiple energy levels and multiple scenarios. By continuously implementing the above products in real-world or demonstration scenarios, it aims to become a leading provider of comprehensive solutions in the field of radiation application, thereby contributing new strength to the Company.

GENERAL INFORMATION

The Company

Focusing on the two major industrial directions of nuclear healthcare and irradiation application, the Company is committed to providing integrated solutions for nuclear medicine and radiotherapy, as well as radiation technology promotion and application, forming a “6+N” industrial layout with six major businesses as the core, including nuclides, nuclear medicines, nuclear medical equipment, integrated solution for nuclear medicine, radioactive source and application, and irradiation application.

CNNC Yuanke

CNNC Yuanke, a wholly-owned subsidiary of CIAE, is a platform company that engages in the transformation of scientific and technological achievements and external equity investment. Leveraging CIAE’s robust comprehensive scientific and technological strength and well-developed nuclear scientific research devices and facilities, CNNC Yuanke is committed to providing all-round and one-stop services for CNNC and its member units, as well as domestic and foreign enterprises and public institutions, and universities, such as transformation of scientific and technological achievements, incubation of innovative enterprises, investment consulting and management, operation and management of state-owned assets, sharing of scientific and technological resources and facilities in nuclear-related fields, and technology transfer and export. The ultimate beneficial owner of CNNC Yuanke is the State-owned Assets Supervision and Administration Commission of the State Council.

IMPLICATIONS OF THE LISTING RULES

As at the date of this announcement, CNNC directly and indirectly holds approximately 73.83% of the Company’s total issued share capital through CIAE, NPIC, CNNC Fund and CNNC 404, and is the controlling Shareholder and a connected person of the Company. CIAE is a public institute controlled and managed by CNNC, and CNNC Yuanke is a wholly-owned subsidiary of CIAE. Therefore, CNNC Yuanke is an associate of CNNC and a connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, the entering into the Shareholders’ Agreement and the transaction contemplated thereunder constitute a connected transaction of the Company.

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In respect of the Directors attending the Board meeting, connected Directors, Mr. Xiao Yafei, Mr. Zhang Junqi, Ms. Huo Yingying, Mr. Chen Zan and Mr. Ding Jianmin, were deemed to have material interests in entering into the Shareholders' Agreement and the transaction contemplated thereunder by virtue of being employed by CNNC and/or its associates and had thus abstained from voting on relevant Board resolutions in respect of the entering into the Shareholders' Agreement and the transaction contemplated thereunder.

The Directors (including the independent non-executive Directors) are of the view that the terms of the Shareholders' Agreement are determined through arm's length negotiation on normal commercial terms, and the transaction contemplated thereunder is fair and reasonable and is entered into in the ordinary and usual course of business of the Group, and in the interests of the Company and the Shareholders as a whole.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms and expressions have the meanings set forth below:

“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“CNNC 404”	CNNC 404 Company Limited
“CIAE”	China Institute of Atomic Energy
“CNNC Fund”	Beijing CNNC Industry Investment Fund (LLP)
“CNNC Yuanke”	CNNC CIAE Technology Co., Ltd.
“CNNC”	China National Nuclear Corporation (中國核工業集團有限公司, previously known as “中國核工業集團公司”), a company established under the laws of the PRC on 29 June 1999, the controlling Shareholder of the Company
“CNNC Fuyuan”	CNNC Fuyuan (Beijing) Technology Co., Ltd. (中核輻原(北京)科技有限公司) (a tentative name, subject to the final approval by the company registration authority), to be established under the Shareholders' Agreement
“Company”	China Isotope & Radiation Corporation
“Company Law”	the Company Law of the PRC
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“NPIC”	Nuclear Power Institute of China

“Shareholders’ Agreement”	the shareholders’ agreement in respect of the newly established CNNC Fuyuan (Beijing) Technology Co., Ltd. entered into between the Company and CNNC Yuanke on 3 July 2026
“PRC” or “China”	the People’s Republic of China, excluding, for the purpose of this announcement only, Hong Kong, Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board
China Isotope & Radiation Corporation
Xiao Yafei
Chairman

Beijing, the PRC, 3 July 2026

As at the date of this announcement, the Board comprises Mr. Xiao Yafei, Mr. Zhang Junqi and Ms. Huo Yingying as executive Directors; Mr. Chen Zan, Mr. Ding Jianmin, Mr. Zhang Guoliang and Ms. Chang Jinyu as non-executive Directors; and Mr. Poon Chiu Kwok, Ms. Chen Jingshan, Mr. Lu Chuang and Mr. An Rui as independent non-executive Directors.