
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt about this circular, you should consult your stockbroker, other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Hangzhou Diagens Biotechnology Co., Ltd., you should at once hand this circular together with the form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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Hangzhou Diagens Biotechnology Co., Ltd.

杭州德適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: 2526)

**(1) PROPOSED ADJUSTMENT OF BUSINESS SCOPE AND PROPOSED
AMENDMENTS TO THE ARTICLES OF ASSOCIATION;
AND
(2) NOTICE OF THE 2026 FIRST EXTRAORDINARY
GENERAL MEETING**

A notice convening the 2026 first extraordinary general meeting (the “EGM”) of Hangzhou Diagens Biotechnology Co., Ltd. to be held at Conference Room 1, 9th Floor, Building A, No. 609, Hongfeng Road, Linping District, Hangzhou, Zhejiang, PRC on Thursday, July 23, 2026 at 2:00 p.m. is set out in this circular. A form of proxy for use at the EGM is also enclosed. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.diagens.com).

Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 2:00 p.m. on Wednesday, July 22, 2026 (Hong Kong time)) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM or at any other adjourned meeting if they so wish.

References to dates and time in this circular are to Hong Kong dates and time.

July 7, 2026

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DEFINITIONS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board”	the board of directors of the Company
“China” or “PRC”	the People’s Republic of China, for the purpose of this circular, excluding the regions of Hong Kong, Macao Special Administrative Region of the People’s Republic of China and Taiwan
“Company”	Hangzhou Diagens Biotechnology Co., Ltd. (杭州德適生物科技股份有限公司), a joint stock company established under the laws of the PRC, the H Shares of which are listed on the Stock Exchange (stock code: 2526)
“Director(s)”	the director(s) of the Company
“EGM”	the 2026 first extraordinary general meeting of the Company to be held at Conference Room 1, 9th Floor, Building A, No. 609, Hongfeng Road, Linping District, Hangzhou, Zhejiang, PRC on Thursday, July 23, 2026 at 2:00 p.m. to consider and, if thought fit, approve, among other matters, the relevant matters referred to in this circular
“H Share(s)”	overseas listed foreign ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, traded in Hong Kong dollars and listed on the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
“Notice of the EGM”	the notice of EGM, a copy of which is set out on pages EGM-1 to EGM-2 of this circular
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of the H Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD



Hangzhou Diagens Biotechnology Co., Ltd.

杭州德適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: 2526)

Executive Directors:

Dr. Song Ning (*Chairman and General Manager*)

Mr. Weng Chih-Hsin (alias Robin Weng)

Non-executive Directors:

Dr. Xu Chen

Dr. Wu Lingqian

Mr. Yang Zehao

Independent Non-executive Directors:

Mr. Cha Yang (alias Stanley Cha)

Ms. Zhang Jing

Mr. Wang Kaifeng

Registered Office, Headquarters and

Principal Place of Business in the PRC:

Room 101, Building 1

No. 609 Hongfeng Road

Donghu Sub-district, Linping District

Hangzhou, Zhejiang

PRC

Principal Place of Business in Hong Kong:

31/F, Tower Two, Times Square

1 Matheson Street

Causeway Bay

Hong Kong

July 7, 2026

To the Shareholders

Dear Sir/Madam,

**(1) PROPOSED ADJUSTMENT OF BUSINESS SCOPE AND PROPOSED
AMENDMENTS TO THE ARTICLES OF ASSOCIATION;**

AND

**(2) NOTICE OF THE 2026 FIRST EXTRAORDINARY
GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide you with information in relation to, among others, (i) the proposed adjustment of business scope and the proposed amendments to the Articles of Association; and (ii) the Notice of the EGM.

LETTER FROM THE BOARD

PROPOSED ADJUSTMENT OF BUSINESS SCOPE AND PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In light of the business and operation needs of the Company, the Board proposes to adjust the business scope of the Company (the “**Proposed Adjustment of Business Scope**”). The Proposed Adjustment of Business Scope is subject to the satisfaction of the following conditions:

- (i) a special resolution being passed by the Shareholders at the EGM to approve the Proposed Adjustment of Business Scope and the proposed amendments to the Articles of Association; and
- (ii) the registration of changes to the market supervision and administration authorities in respect of the Proposed Adjustment of Business Scope.

The Proposed Adjustment of Business Scope will be put forward to the Shareholders for approval by way of a special resolution at the EGM. The filing with relevant PRC authorities will be made after the passing of the relevant special resolution at the EGM.

In view of the Proposed Adjustment of Business Scope, the Board proposes to amend the Articles of Association. Details of the proposed amendments to the Articles of Association are set out below:

Original Articles of Association	Amended Articles of Association
Article 15 As registered in accordance with law, the scope of business of the Company includes: General items: research and development of bio-chemical product technology; technical services, technology development, technology consultation, technology exchange, technology transfer, technology promotion; sales of software; operation and maintenance services of information system; production of Class I medical devices; sales of Class II medical devices; sales of Class I medical devices; office equipment leasing services;	Article 15 As registered in accordance with law, the scope of business of the Company includes: General items: research and development of bio-chemical product technology; technical services, technology development, technology consultation, technology exchange, technology transfer, technology promotion; <u>software development</u> ; sales of software; <u>retail of computer software, hardware and auxiliary equipment</u> ; <u>wholesale of computer software, hardware and auxiliary equipment</u> ; <u>sales of electronic products</u> ; <u>sales of communication equipment</u> ; <u>sales of instruments and meters</u> ; <u>computer system services</u> ; <u>information systems integration services</u> ; operation and maintenance services of information system; production of Class I medical devices; sales of Class II medical devices; sales of Class I medical devices; office equipment leasing services;

LETTER FROM THE BOARD

Original Articles of Association	Amended Articles of Association
import and export of technology; import and export of goods; sales of chemical products (excluding licensed chemical products); production of chemical products (excluding licensed chemical products); manufacturing of specialty chemical products (excluding hazardous chemicals); sales of specialty chemical products (excluding hazardous chemicals). (Except for items subject to approval in accordance with laws and regulations, such business activities shall be carried out with business licenses independently in accordance with laws and regulations) Licensed items: operation of Class III medical devices; production of Class II medical devices; production of Class III medical devices. (For items subject to approval in accordance with laws and regulations, business activities can only be carried out after obtaining the approval of relevant departments, and the specific business items shall be subject to results of approval).	import and export of technology; import and export of goods; sales of chemical products (excluding licensed chemical products); production of chemical products (excluding licensed chemical products); manufacturing of specialty chemical products (excluding hazardous chemicals); sales of specialty chemical products (excluding hazardous chemicals)-; <u>big data services; data processing and storage support services; internet data services; development of basic artificial intelligence software; development of artificial intelligence application software; sales of artificial intelligence hardware; artificial intelligence industry application systems integration services.</u> (Except for items subject to approval in accordance with laws and regulations, such business activities shall be carried out with business licenses independently in accordance with laws and regulations). Licensed items: operation of Class III medical devices; production of Class II medical devices; production of Class III medical devices; <u>Class II value-added telecommunications services; internet information services.</u> (For items subject to approval in accordance with laws and regulations, business activities can only be carried out after obtaining the approval of relevant departments, and the specific business items shall be subject to ~~results of approval~~ <u>the approval documents or licenses issued by the relevant departments</u>).

The amended Articles of Association are subject to the approval by the Shareholders by way of a special resolution at the EGM. Prior to that, the current Articles of Association shall remain effective.

The legal advisers to the Company as to Hong Kong laws and PRC laws have respectively confirmed that the proposed amendments to the Articles of Association comply with the applicable requirements of the Listing Rules and do not contravene the PRC laws. The Company also confirms that there is nothing unusual about the proposed amendments to the Articles of Association for a company listed in Hong Kong.

LETTER FROM THE BOARD

The Proposed Adjustment of Business Scope and the proposed amendments to the Articles of Association were considered and approved by the Board on July 7, 2026 and are being proposed as a special resolution for consideration and approval at the EGM.

EGM

The EGM will be held at Conference Room 1, 9th Floor, Building A, No. 609, Hongfeng Road, Linping District, Hangzhou, Zhejiang, PRC on Thursday, July 23, 2026 at 2:00 p.m.. Notice convening the EGM is set out on pages EGM-1 to EGM-2 of this circular and published on the websites of the Stock Exchange (www.hkexnews.hk) and of the Company (www.diagens.com).

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Monday, July 20, 2026 to Thursday, July 23, 2026, both days inclusive, during which period no transfer of the H Shares will be registered, in order to determine the Shareholders who are entitled to attend and vote at the forthcoming EGM to be held on Thursday, July 23, 2026. The record date for determining the eligibility of Shareholders to attend and vote at the EGM is Monday, July 20, 2026.

To be eligible to attend and vote at the EGM, all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Friday, July 17, 2026 for registration.

PROXY ARRANGEMENT

The form of proxy of the EGM is enclosed and published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.diagens.com).

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. The form of proxy should be returned to the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 2:00 p.m. on Wednesday, July 22, 2026) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting should you so wish.

LETTER FROM THE BOARD

VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the EGM must be taken by poll except where the chairman of the EGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company shall publish the poll results announcement in the manner prescribed under Rule 13.39(5) of the Listing Rules. Accordingly, the chairman of the EGM will exercise his power under the Articles of Association to demand a poll in relation to the proposed resolution at the EGM.

To the best of the Directors' knowledge, information and belief, none of the Shareholders are required to abstain from voting at the EGM.

RECOMMENDATION

The Board considers that the resolution proposed at the EGM is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favor of the proposed resolution at the EGM.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

By order of the Board

Hangzhou Diagens Biotechnology Co., Ltd.

Song Ning

Chairman, Executive Director and General Manager

NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING



Hangzhou Diagens Biotechnology Co., Ltd.

杭州德适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: 2526)

NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2026 first extraordinary general meeting (the “**EGM**”) of Hangzhou Diagens Biotechnology Co., Ltd. (the “**Company**”) will be held at Conference Room 1, 9th Floor, Building A, No. 609, Hongfeng Road, Linping District, Hangzhou, Zhejiang, PRC on Thursday, July 23, 2026 at 2:00 p.m. for the Shareholders to consider and, if thought fit, approve the following resolution of the Company. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated July 7, 2026 (the “**Circular**”):

SPECIAL RESOLUTION

1. To consider and approve the Resolution on the Adjustment of Business Scope and the Adoption of the Amendments to the Articles of Association.

Details of the above resolution are set out in the Circular.

By order of the Board

Hangzhou Diagens Biotechnology Co., Ltd.

Song Ning

Chairman, Executive Director and General Manager

Hangzhou, PRC, July 7, 2026

NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING

Notes:

1. All resolutions at the EGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the websites of the Company at www.diagens.com and the Stock Exchange at www.hkexnews.hk after the EGM.
2. Any Shareholder entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a Shareholder. Any Shareholder who intends to appoint a proxy to attend the EGM shall put in writing, with the form of proxy to be signed by the Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a company, it should execute the form of proxy under its common seal or by the signature(s) of (a) person(s) authorised to sign on its behalf. If the form of proxy is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other document(s) of authorisation must be notarised.
3. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, at least 24 hours before the EGM (i.e. before 2:00 p.m. on Wednesday, July 22, 2026) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish.
4. For the purpose of determining the list of Shareholders who are entitled to attend the EGM, the register of members of the Company will be closed from Monday, July 20, 2026 to Thursday, July 23, 2026, both days inclusive, during which period no transfer of H Shares will be registered. The record date for determining the eligibility of Shareholders to attend and vote at the EGM is Monday, July 20, 2026. In order to be eligible to attend and vote at the EGM, Shareholders whose transfers have not been registered shall deposit all transfer documents accompanied by the relevant share certificates at the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on Friday, July 17, 2026 (Hong Kong time) for registration.
5. In case of joint Shareholders, the vote of the senior joint Shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
6. The EGM is expected to take less than half a day. Shareholders who attend the EGM in person or by proxy shall bear their own travelling and accommodation expenses.
7. A Shareholder or his/her proxy should produce proof of identity when attending the EGM. If a corporate Shareholder appoints an authorized representative to attend the EGM, the authorized representative shall produce his/her identity documents and a notarial certified copy of the relevant authorization instrument signed by the board of directors, director(s), legal representative, or other authorized parties of the corporate Shareholder or other notarial certified documents allowed by the Company. Proxies shall produce their identity documents and the form of proxy signed by the Shareholders or their attorney when attending the EGM.
8. References to dates and time in this notice are to Hong Kong dates and time.

As of the date of this notice, the Board comprises (i) Dr. Song Ning and Mr. Weng Chih-Hsin (alias Robin Weng) as executive Directors; (ii) Dr. Xu Chen, Dr. Wu Lingqian and Mr. Yang Zehao as non-executive Directors; and (iii) Mr. Cha Yang (alias Stanley Cha), Ms. Zhang Jing and Mr. Wang Kaifeng as independent non-executive Directors.