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中基長壽科學

ZHONG JI LONGEVITY SCIENCE

Zhong Ji Longevity Science Group Limited

中基長壽科學集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 767)

**FURTHER DELAY IN DESPATCH OF CIRCULAR
MAJOR AND CONNECTED TRANSACTION IN RELATION TO
ACQUISITION OF 25% ISSUED SHARE CAPITAL OF ASIAN
INTEGRATED CELL LABORATORY LIMITED INVOLVING ISSUE
OF CONVERTIBLE NOTES UNDER SPECIFIC MANDATE**

Reference is made to (i) the announcement of Zhong Ji Longevity Science Group Limited (the “**Company**”) dated 1 December 2025, 2 April 2026 and 21 August 2026 on the major and connected transaction in relation to acquisition of 25% issued share capital of Asian Integrated Cell Laboratory Limited involving issue of convertible notes under specific mandate; (ii) the announcements of the Company dated 22 December 2025, 16 January 2026, 9 March 2026, 8 April 2026, 30 April 2026, 10 June 2026 and 21 August 2026 in relation to the delay in despatch of circular (collectively, the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

THIRD SUPPLEMENTAL AGREEMENT OF SALE & PURCHASE AGREEMENT

Reference is made to the announcements of Company dated 1 December 2025 (the “**1st Announcement**”), dated 2 April 2026 (the “**2nd Announcement**”) and dated 21 August 2026 (the “**3rd Announcement**”). Unless otherwise defined herein, capitalized terms used herein shall have the same meanings as defined in the 1st Announcement, the 2nd Announcement, and the 3rd Announcement.

Under the Sale and Purchase Agreement as varied by the Supplemental Agreement and the second supplemental agreement mentioned in the 3rd Announcement, the Acquisition is conditional upon the fulfilment of the condition’s precedent set out in the sale and

purchase on or before 5:00 p.m. on 31 March 2026. The parties to the Sale and Purchase Agreement as varied aforesaid have agreed to change “31 March 2026” to “31 March 2027” (“**1st Change**”) and also to delete the references to reclassification of shares as one of the adjustment events to the Conversion Price (“**2nd Change**”).

To reflect and incorporate the 1st Change and the 2nd Change, the Vendor, the Company and the Guarantor entered into a third supplemental agreement to the Sale and Purchase Agreement as varied aforesaid on 14 September 2026.

DELAY IN DESPATCH OF CIRCULAR

As disclosed in the Announcements, a circular (the “**Circular**”) containing, among other things, (i) further information on the Target Company, the Sale and Purchase Agreement and the transactions contemplated thereunder; (ii) the recommendation from the Independent Board Committee; (iii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders in relation to the terms of the Sale and Purchase Agreement and the transactions contemplated thereunder; (iv) the financial information of the Target Company; (v) other information required under the Listing Rules; and (vi) notice of the SGM, was expected to be sent to the Shareholders on or before 11 September 2026 in compliance with the Listing Rules.

As additional time is required for the Company to prepare and finalise certain information to be contained in the Circular, it is expected that the date of despatch of the Circular will be postponed to a date on or before 2 October 2026.

By order of the Board

Zhong Ji Longevity Science Group Limited

Yan Li

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 14 September 2026

As at the date of this announcement, the Directors are:

Executive Directors

Mr. Yan Li (*Chairman*)

Mr. Li Xiaoshuang

Non-executive Directors

Dr. He Yiwu

Mr. Lyu Changsheng

Independent non-executive Directors

Mr. Huang Jiang

Prof. Huang Cibo

Ms. Wang Huijuan

Ms. Tam Mei Chu

In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.