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Shanghai Biren Technology Co., Ltd.

上海壁仞科技股份有限公司

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

(Stock Code: 6082)

**COMPLETION OF PLACING OF NEW H SHARES
UNDER GENERAL MANDATE
AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

Overall Coordinators and Placing Agents



Reference is made to the announcement of Shanghai Biren Technology Co., Ltd. (the “**Company**”) dated October 8, 2026 in respect of the placing of new H Shares under the General Mandate (the “**Placing Announcement**”). Capitalized terms used herein shall have the same meanings as those defined in the Placing Announcement unless otherwise specified.

COMPLETION OF PLACING OF NEW H SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and the Closing took place on October 12, 2026 in accordance with the terms of the Placing Agreement.

A total of 130,000,000 Placing Shares have been successfully placed by the Placing Agents to not less than six Placees at the Placing Price of HK\$31.08 per Placing Share pursuant to the terms and conditions of the Placing Agreement, representing approximately 9.54% of the H Shares in issue and approximately 5.00% of the total number of Shares in issue immediately before the Closing, and approximately 8.71% of the H Shares and approximately 4.76% of the total number of Shares in issue as enlarged by the allotment and issuance of the Placing Shares as at the date of this announcement.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, (i) each of the Placees and, where applicable, their respective ultimate beneficial owner(s), is/are Independent Third Party(ies); and (ii) none of the Placees became a substantial shareholder (as defined in the Listing Rules) of the Company immediately after the Closing.

The gross proceeds from the Placing amounted to HK\$4,040.4 million, and net proceeds from the Placing (after deducting the commission and estimated expenses) amounted to approximately HK\$4,019.7 million. Details of the use of proceeds and the expected timeline for utilization of the net proceeds from the Placing are set out in the Placing Announcement.

EFFECT ON THE SHARE CAPITAL OF THE COMPANY AS A RESULT OF THE PLACING

Immediately after the Closing, the number of the total issued Shares of the Company is 2,730,075,650 Shares, consisting of 1,238,013,076 Unlisted Shares and 1,492,062,574 H Shares. The shareholding structure of the Company (i) immediately before the Closing; and (ii) immediately after the Closing is set out as follows:

	Immediately before the Closing		Immediately after the Closing	
		Approximate percentage of the total number of Shares in issue		Approximate percentage of the total number of Shares in issue
Unlisted Shares	1,238,013,076	47.61%	1,238,013,076	45.35%
Unlisted Shares held by core connected persons of the Company				
– Mr. Wen ZHANG ⁽¹⁾	183,174,800	7.04%	183,174,800	6.71%
– Shanghai Biliren ⁽¹⁾	191,221,400	7.35%	191,221,400	7.00%
Unlisted Shares held by the public	863,616,876	33.22%	863,616,876	31.64%
H Shares	1,362,062,574	52.39%	1,492,062,574	54.65%
– H Shares held by existing H shareholders	1,362,062,574	52.39%	1,362,062,574	49.89%
– H Shares held by the Placees	–	–	130,000,000	4.76%
Total	2,600,075,650	100.00%	2,730,075,650	100.00%

Note:

- (1) Pursuant to the acting in concert agreement entered into by Mr. Wen ZHANG (“**Mr. Zhang**”), an executive Director of the Company, and Shanghai Biliren on June 26, 2025, Shanghai Biliren and Mr. Zhang confirmed and acknowledged that they have been acting in concert to control the decision-making and operational management of the Company in its shareholders' meetings. In the event they are unable to reach consensus on matters of the Company, Shanghai Biliren shall act in accordance with the instructions of Mr. Zhang. Further, Mr. Zhang is in a position to control Shanghai Biliren as a result of the voting proxy agreement entered into with, among others, Shanghai Zhuoren (as the general partner of Shanghai Biliren) and the general partners of all limited partners of Shanghai Biliren. As such, under the Securities and Futures Ordinance, Mr. Zhang is deemed to be interested in the Shares held by Shanghai Biliren.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In accordance with the resolution in relation to the General Mandate passed at the annual general meeting of the Company held on June 15, 2026, the general meeting of the Company has authorized the Board to make any amendments to the Articles of Association as it deems appropriate so as to reflect the new share capital structure of the Company as a result of the issuance of additional Shares under the General Mandate.

As the Closing took place on October 12, 2026, the registered capital and total number of the Shares of the Company have been changed to RMB54,601,513 and 2,730,075,650 Shares, respectively. To reflect such changes, corresponding amendments have been made by the Board pursuant to the above authorization granted by the general meeting and become effective from the Closing Date.

The registration, filing and other matters in respect of the Amendments to the Articles of Association will be completed with the relevant government or regulatory authorities in the PRC and Hong Kong. The full text of the amended Articles of Association is available on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Company (www.birentech.com).

By Order of the Board
Shanghai Biren Technology Co., Ltd.
Mr. Wen ZHANG
*Chairman of the Board, Executive Director and
Chief Executive Officer*

Shanghai, the PRC, October 12, 2026

As at the date of this announcement, the Board comprises: (i) Mr. Wen ZHANG, Mr. Zhou HONG, Mr. Linglan ZHANG, Mr. Bing XIAO and Mr. Luting PAN as executive Directors; (ii) Mr. Jingguo LIU as a non-executive Director; and (iii) Mr. Siu Wing LAM, Ms. Jin LIU and Dr. Zhiyi YU as independent non-executive Directors.