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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)

ANNOUNCEMENT
DISCLOSURE PURSUANT TO RULE 13.19 OF THE LISTING RULES - REPLACEMENT OF PROJECT BANK LOAN WITH A TEN-YEAR BANK LOAN

The Project Loans

Reference is made to the announcements of the Company dated 30 March 2026 and 18 August 2026, the 2025 annual report and 2026 interim report of the Company in relation to, among others, the disclosure pursuant to Rule 13.19 of the Listing Rules. Changmao (Dalian) New Material Company Limited, a wholly-owned subsidiary of the Company, had two project loans (the "**Project Loans**"). The outstanding balance of each of the Project Loans are RMB48,748,000 and RMB93,000,000 (the "**Project Loan II**") as at the date of this announcement.

The New Bank Loan

Upon further negotiations with the Banks, the Board hereby announces that, on 9 November 2026, the Company and the Banks entered into the New Loan Agreement to replace the outstanding balance of RMB93,000,000 of Project Loan II with a long term bank loan repayable over ten years.

Principal terms of the New Loan Agreement are as follows:

Date:	9 November 2026
Principal amount:	RMB93,000,000
Borrower:	Changmao Dalian
Lenders:	Industrial and Commercial Bank of China Limited ("**ICBC**") (Changzhou Branch and Dalian Branch) and Shanghai Pudong Development Bank Company Limited ("**SPD**") (Changzhou Branch)
Purpose of the New Bank Loan:	A cumulative amount of RMB 93,000,000 shall be drawn down on or before 31 October 2027, with the entire proceeds from the loan to be used for the repayment of Project Loan II.
Guarantor:	The Company will provide a full guarantee of all liabilities under the New Bank Loan throughout its term.
Security:	(1) The industrial land under the name of Changmao (Dalian) New Material Company Limited (Certificate No.: Liao (2021) Dalian Changxingdao Real Estate No. 06900014 (遼（2021）大連長興島不動產權第06900014號)) and 30 buildings; and (2) Properties and land held by Shanghai Changmao Biochemical Engineering Company Limited (a wholly owned subsidiary of the Company).
Total interest rate and comprehensive handling fee:	Market quoted Loan Prime Rate ("**LPR**") for loans over 5 years announced by The National Interbank Funding Center one working day before the effective date of the contract - 0.5% / year. Subsequent interest rate will be adjusted according to the LPR every 12 months.
Repayment period:	Repayment shall be made in twenty installments over a ten-year period, commencing in April 2027, with one installment due every six months. The first ten installments shall be of RMB1,795,000 each; the 11th to 14th installments shall be of RMB3,580,000 each; the 15th to 18th installments shall be of RMB8,940,000 each; the 19th installment shall be of RMB12,515,000; and the final installment shall be of RMB12,455,000.

Financial covenants:	In the event of any of the following circumstances (calculated on a consolidated basis), the Banks reserve the right to declare the New Bank Loan due and payable ahead of schedule: (1) the net operating cash flow for any year during the term of the New Bank Loan is negative; or (2) the debt-to-asset ratio at the end of any year during the term of the New Bank Loan exceeds 65%.

The Company is a joint stock limited company incorporated in the PRC and is principally engaged in the production and sales of organic acid products. Changmao Dalian, a wholly-owned subsidiary of the Company, is a limited liability company incorporated in the PRC and is principally engaged in the production and sales of organic acid products. By entering into the New Loan Agreement, the Group would secure financing with a term of 10 years to replace part of its short-term borrowings under the Project Loans, thereby improving the Group's liquidity and overall financial position.

As far as the Company is aware and after making reasonable enquiries, ICBC is a licensed state-owned commercial bank established under the law of the PRC and its shares are listed on the Shanghai Stock Exchange and the Main Board of the Stock Exchange; SPD is a licensed commercial bank established under the law of the PRC and its shares are listed on the Shanghai Stock Exchange. To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, ICBC and SPD and their ultimate beneficial owner(s) are third parties independent of the Company and its connected persons as at the date of this announcement.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the meanings ascribed to them below:

"Banks"	ICBC and SPD
"Board"	the board of the Directors
"Changmao Dalian"	常茂（大連）新材料有限公司 （Changmao (Dalian) New Material Company Limited*), a wholly-owned subsidiary of the Company
"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)
"connected person(s)"	has the meaning ascribed to that term under the Listing Rules
"Director(s)"	director(s) of the Company
"Group"	the Company and its subsidiaries
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"PRC"	the People's Republic of China
"RMB"	Renminbi, the lawful currency of the PRC
"New Bank Loan"	the new bank loan that will be advanced by the Banks under the New Loan Agreement
"New Loan Agreement"	the new loan agreement, dated 9 November 2026, entered into between Changmao Dalian and the Banks in respect of the New Bank Loan
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent.

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

The PRC, 9 November 2026

As at the date hereof, Mr. Rui Xin Sheng (Chairman), Mr. Pan Chun and Ms. Rui Xiao Qian 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.

**For identification purpose only*