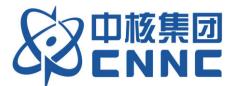
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## **CHINA ISOTOPE & RADIATION CORPORATION**

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)

## **OTHER RELATED MATTERS OF PROPOSED A SHARE OFFERING**

### OTHER RELATED MATTERS OF PROPOSED A SHARE OFFERING

The Company has approved a series of proposals on the related matters of proposed A share offering on the meeting of the Board of Directors held on 27 August 2021, including (1) proposals on the amendments to the Articles of Association, the rules and procedures of the General Meeting of shareholders and the rules and procedures of the meeting of the Board of Directors; (2) proposal on the formulation and amendments of the relevant corporate governance rules; (3) proposal on appointing an audit firm for the Company's initial public offering of A shares and listing.

The Company has approved the third proposal on the meeting of the Board of Supervisors held on 27 August 2021, and deliberated and approved the rules and procedures of the meeting of the Board of Supervisors.

The Company will issue notice of the General Meetings and circular separately to propose to the General Meetings to approve the relevant proposals.

Shareholders and potential investors should be aware that the proposed A Share Offering is subject to approvals from the CSRC and other relevant regulatory authorities and may or may not proceed. There is no assurance that the A Share Offering will proceed and complete successfully. Meanwhile, investors are advised to exercise caution in dealings in the securities of the Company. Further announcement(s) will be made to disclose any major updates and developments in respect of the A Share Offering in accordance with the Listing Rules and other applicable laws and regulations. This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.

#### OTHER RELATED MATTERS OF PROPOSED A SHARE OFFERING

The Company has approved a series of proposals on the related matters of A share offering on the meeting of the Board of Directors held on 27 August 2021, including (1) proposals on the amendments to the Articles of Association, the Rules and Procedures of the General Meeting of shareholders and the Rules and Procedures of the meeting of the Board of Directors; (2) proposal on the formulation and amendments of the relevant corporate governance rules; (3) proposal on appointing an audit firm for the Company's initial public offering of A shares and listing.

The Company has approved the third proposal on the meeting of the Board of Supervisors held on 27 August 2021, and deliberated and approved the rules and procedures of the meeting of the Board of Supervisors.

# 1. Proposals on the amendments to the Articles of Association, the rules and Procedures of the General Meeting of shareholders and the Rules and Procedures of the meeting of the Board of Directors

In order to implement the Offering and Listing plan of CIRC, according to the requirements of the Company Law, Guidelines for the Articles of Association of Listed Companies, Rules Governing the Listing of Stocks on the Science and Technology Innovation Board of Shanghai Stock Exchange, Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited and the relevant applicable laws, regulations and rules, the Company amended the Article of Association, the Rules and Procedures of the General Meeting of Shareholders, and the Rules and Procedures of the meeting of the Board of Directors. Please refer to the circular for the related details and proposals.

The amendments to the Articles of Association, Rules and Procedure of the General Meeting of Shareholders, and Rules and Procedure of the meeting of Board of Directors will take effect as of the date of the Offering and Listing, after being deliberated and approved by the EGM and completed the relevant procedures of the regulatory authorities.

The above proposal was considered and approved by the Board on Friday, 27 August 2021, and will be proposed at the EGM, the Domestic Shareholders' Class Meeting and the H Shareholders' Class Meeting for Shareholders' consideration and approval.

# 2. Proposal on the formulation and amendments of the relevant corporate governance rules

In order to cooperate with the Offering and Listing plan of CIRC, the Company has formulated and amended the relevant corporate governance rules, including amending the CIRC Work Rules of the Independent Non-executive Directors, formulating the CIRC Management System of A-share connected transaction and the CIRC Remuneration Management System for Directors, Supervisors and Senior Managers, amending the CIRC Work Rules of the Nomination Committee of the Board of Directors, the CIRC Work Rules of the Remuneration and Evaluation Committee of the Board of Directors, and the CIRC Work Rules of the Strategy Committee of the Board of Directors, formulating the CIRC Work Regulations for the Annual Report of the Audit and Risk Management Committee of the Board of Directors, formulating the CIRC Work Regulations for the Annual Report of the Audit and Risk Management Committee of the Board of Directors. Of these corporate governance rules, the amendments to the CIRC Work Rules of the Independent Non-executive Directors, the formulation of the CIRC Management System of A-share connected transaction and the formulation of the CIRC Remuneration Management System for Directors, Supervisors and Senior Managers will take effect from the date of consideration and approval of each of such amendments at the EGM. Please refer to the circular for the related details and proposals.

The above resolutions were considered and approved by the meeting of the Board on Friday, 27 August 2021. The amendment of the CIRC Work Rules of the Independent Non-executive Directors, the formulation of the CIRC Management System of A-share connected transaction and the formulation of the CIRC Remuneration Management System for Directors, Supervisors and Senior Managers will be will be proposed at the EGM, the Domestic Shareholders' Class Meeting and the H Shareholders' Class Meeting for Shareholders' consideration and approval.

# **3.** Proposal on appointing an audit firm for the Company's initial public offering of A shares and listing

In view of the proposed Offering and Listing of the Company, after comprehensive consideration and prudential evaluation, the Company intends to appoint KPMG Huazhen LLP as the audit firm to provide special audit services for the Offering and Listing, and at the same propose to the Company's general meeting of shareholders for authorization of the Company management to negotiate the audit fees and sign the relevant audit service contracts with KPMG Huazhen LLP, based on the audit scope and workload and with reference to the relevant regulations and standards.

KPMG Huazhen LLP has obtained the securities and futures-related business practices qualification, been equipped with the experience and ability to provide audit services for the Company's Offering and Listing, and is able to satisfy the Company's requirements for the audit work of the Offering and Listing.

The above proposal was deliberated and approved by the Board on Friday, 27 August 2021, and will be proposed at the EGM, the Domestic Shareholders' Class Meeting and the H Shareholders' Class Meeting for Shareholders' consideration and approval.

The Company will issue notice of the General Meetings and circular separately to propose to the General Meetings to approve the relevant proposals.

Shareholders and potential investors should be aware that the proposed A Share Offering is subject to approvals from the CSRC and other relevant regulatory authorities and may or may not proceed. There is no assurance that the A Share Offering will proceed and complete successfully. Meanwhile, investors are advised to exercise caution in dealings in the securities of the Company. Further announcement(s) will be made to disclose any major updates and developments in respect of the A Share Offering in accordance with the Listing Rules and other applicable laws and regulations. This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.

### DEFINITIONS

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

"A Share(s)"	the ordinary shares proposed to be issued by the Company under the A Share Offering, with a Renminbi-denominated par value of RMB1.00, which will be subscribed for and paid up in Renminbi and will be listed on the Science and Technology Innovation Board of the Shanghai Stock Exchange and traded in Renminbi
"A Share Offering", "Offering", "A Share Offering and Listing" or "Offering and Listing"	the proposed initial public offering and listing of RMB ordinary shares (A Shares) by the Company on the Science and Technology Innovation Board of the Shanghai Stock Exchange
"Board" or "Board of Directors"	the board of directors of the Company
"Company"	China Isotope & Radiation Corporation (中國同輻股份有限公司)
"Company Law"	the Company Law of the PRC (《中華人民共和國公司法》), as amended, supplemented or otherwise modified from time to time
"CSRC"	China Securities Regulatory Commission and its delegate(s)
"Director(s)"	the director(s) of the Company

"Domestic Share(s)"	the ordinary shares issued by the Company, with a Renminbi denominated par value of RMB1.00, which are subscribed for and paid up in Renminbi
"Domestic Shareholder(s)"	holder(s) of the Domestic Share(s)
"Domestic Shareholders' Class Meeting"	the Domestic Shareholders' Class Meeting of the Company
"EGM"	the extraordinary general meeting of the Company
"General Meetings"	collectively, the EGM, Domestic Shareholders' Class Meeting and H Shareholders' Class Meeting
"H Share(s)"	the ordinary shares issued by the Company, with a Renminbi-denominated par value of RMB1.00, which are subscribed for and paid up in a currency other than Renminbi and are listed on the Stock Exchange
"H Shareholder(s)"	holder(s) of the H Share(s)
"H Shareholders' Class Meeting"	the H Shareholders' Class Meeting of the Company
"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
"RMB" or "Renminbi"	Renminbi, the lawful currency of the PRC
"PRC" or "China"	the People's Republic of China (excluding, for the purposes of this announcement, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan)

"Share(s)"	ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, including Domestic Shares and H Shares
"Shareholder(s)"	shareholder(s) of the Company
"Stock Exchange"	the Stock Exchange of Hong Kong Limited
"%"	percent
	By order of the Board

By order of the Board China Isotope & Radiation Corporation Chairman Meng Yanbin

Beijing, the PRC, 27 August 2021

As at the date of this announcement, the Board comprises Mr. Meng Yanbin, Mr. Wang Suohui and Mr. Du Jin as executive Directors; Mr. Liu Zhonglin, Mr. Chen Shoulei, Ms. Chang Jinyu and Ms. Liu Xiuhong as non-executive Directors; and Mr. Hui Wan Fai, Mr. Tian Jiahe, Ms. Chen Jingshan and Mr. Lu Chuang as independent non-executive Directors.