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## **BIOCYTOGEN PHARMACEUTICALS (BEIJING) CO., LTD.**

**百奥赛图(北京)医药科技股份有限公司**

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

**(Stock Code: 2315)**

### **SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO PROPOSED ISSUE OF A SHARES UNDER SPECIFIC MANDATE AND LISTING ON THE SCI-TECH BOARD AND OTHER ANCILLARY RESOLUTIONS**

Reference is made to the announcement of the Company dated March 6, 2023 in relation to, among to others, the proposed Issue of A Shares and the related matters (the “**Announcement**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Company would like to provide the following additional information relating to the proposed Issue of A Shares.

#### **Issue size**

The total number of new A Shares to be issued by the Company shall be no more than 99,849,605 but no less than 44,377,603 new A Shares, representing 20% and 10% of the enlarged issued Shares upon completion of the Issue of A Shares respectively (excluding the number of A Shares to be issued pursuant to the over-allotment option), subject to the final number of A Shares registered by the CSRC.

#### **Validity period of the resolutions**

The resolutions in respect of the Issue of A Shares were stated to be valid for a period of 24 months from the date of its adoption at the EGM and the Class Meetings in the Announcement.

The Board has subsequently resolved to adjust the validity period of the resolutions on the proposed Issue of A Shares to be valid for 12 months from the date of its adoption at the EGM and the Class Meetings. If the proposed Issue of A Shares could not be completed within such period of time and the Company intends to proceed with the proposed Issue of A Shares, the Company will seek further approval from the Shareholders at a general meeting and the respective class meetings for an extension of the validity period of the resolutions.

#### **Effect of the Issue of A Shares on shareholding structure of the Company**

Upon completion of the Issue of A Shares and listing on the Sci-Tech Board, all of the then existing Domestic and Unlisted Shares will be converted into A Shares and be listed on the Sci-Tech Board. Such converted A Shares will be deposited in China Securities Depository and Clearing Co., Ltd. and subject to lock-up periods as required under relevant PRC laws and regulations.

The shareholding structure of the Company as at the date of the announcement and immediately after the completion of the Issue of A Shares is as follow (assuming there is no other change in the Share capital of the Company from the date of this announcement up to and including the date of completion of the Issue of A Shares):

	As at the date of this announcement		Immediately after the completion of the Issue of A Shares (assuming that a total of 44,377,603 new A Shares are to be issued, i.e. the minimum of new A Shares to be issued pursuant to the Issue of A Shares)		Immediately after the completion of the Issue of A Shares (assuming that a total of 99,849,605 new A Shares are to be issued, i.e. the maximum of new A Shares to be issued pursuant to the Issue of A Shares)	
	Number	%	Number	%	Number	%
<b>Substantial Shareholders</b>						
Dr. Shen Yuelei, Dr. Ni Jian and their controlled corporations <sup>(1)</sup>						
(1) Domestic and Unlisted Shares	93,240,540	23.3	-	-	-	-
(2) H Shares	16,854,300	4.2	16,854,300	3.8	16,854,300	3.4
(3) A Shares to be converted from Domestic and Unlisted Shares	-	-	93,240,540	21.0	93,240,540	18.7
State Development & Investment Group Co., Ltd. (“SDIC”) and its controlled corporations <sup>(2)</sup>						
(1) Domestic and Unlisted Shares	72,937,440	18.3	-	-	-	-
(2) H Shares	-	-	-	-	-	-
(3) A Shares to be converted from Domestic and Unlisted Shares	-	-	72,937,440	16.4	72,937,440	14.6
China Merchants Bank Co., Ltd. (“CMBC”) and its controlled corporation <sup>(3)</sup>						
(1) Domestic and Unlisted Shares	51,171,840	12.8	-	-	-	-
(2) H Shares	26,088,480	6.5	26,088,480	5.9	26,088,480	5.2
(3) A Shares to be converted from Domestic and Unlisted Shares	-	-	51,171,840	11.5	51,171,840	10.2
<b>Other Shareholders</b>						
(1) Domestic and Unlisted Shares	71,266,680	17.8	-	-	-	-
(2) H Shares	67,839,140	17.0	67,839,140	15.3	67,839,140	13.6
(3) A Shares to be converted from Domestic and Unlisted Shares	-	-	71,266,680	16.1	71,266,680	14.3
(4) New A Shares proposed to be issued	-	-	44,377,603	10.0	99,849,605	20.0
<b>Total</b>	<b>399,398,420</b>	<b>100</b>	<b>443,776,023</b>	<b>100</b>	<b>499,248,025</b>	<b>100</b>

Notes:

- (1) Dr. Shen is the Chairman of the Board, the Chief Executive Officer and an executive Director of the Company. Dr. Shen and Dr. Ni are spouses. Their controlled corporations include Beijing Baiao Evergreen Technology Development Center (Limited Partnership)\* (北京百奧常青科技發展中心(有限合夥)), Beijing Baiao Changsheng Technology Development Center (Limited Partnership)\* (北京百奧常盛科技發展中心(有限合夥)), Beijing Eucure Evergreen Technology Development Center (Limited Partnership)\* (北京祐和常青科技發展中心(有限合夥)) and Beijing Eucure Changsheng Technology Development Center (Limited Partnership)\* (北京祐和常盛科技發展中心(有限合夥)).
- (2) The controlled corporations of SDIC include State Development & Investment Corporation (SDIC) VC Fund (Ningbo) of Technology Transfer and Commercialization (Limited Partnership), State Development & Investment Corporation (SDIC) VC Fund (Shanghai) of Technology Transfer and Commercialization (Limited Partnership), State Development & Investment Corporation (SDIC) Gaoxin (Shenzhen) VC Fund (Limited Partnership).
- (3) The controlled corporations of CMBC include Astral Eminent Limited, Zhaoyin Chengzhang Qihao Investment (Shenzhen) Partnership (Limited Partnership) (招銀成長柒號投資(深圳)合夥企業(有限合夥)), Shenzhen Zhaoyin Langyao Growth Equity Investment Fund Partnership (L.P.) (深圳市招銀朗曜成長股權投資基金合夥企業(有限合夥)), Zhaoyin Chengzhang Shijiuhao Equity Investment Fund Partnership (Limited Partnership) (深圳市招銀成長拾玖號股權投資基金合夥企業(有限合夥)) and CMB International Capital Management (Shenzhen) Co., Ltd. (招銀國際資本管理(深圳)有限公司).

Save as disclosed herein, the contents of the Announcement remain unchanged and shall continue to be valid for all purposes.

**There is no assurance that the Issue of A Shares will proceed. Shareholders and investors are advised to exercise caution in dealings in the H Shares. Further details of the Issue of A Shares will be disclosed by the Company in due course.**

\* For identification purpose only

By order of the Board  
**Biocytogen Pharmaceuticals (Beijing) Co., Ltd.**  
**Shen Yuelei**  
*Chairman of the Board, Chief Executive Officer and Executive Director*

Hong Kong, March 15, 2023

*As at the date of this announcement, the board of directors of the Company comprises Dr. Shen Yuelei as chairman, chief executive officer and executive Director, Dr. Ni Jian and Dr. Zhang Haichao as executive Directors; Mr. Wei Yiliang, Dr. Zhou Kexiang and Ms. Zhang Leidi as non-executive Directors; Mr. Hua Fengmao, Dr. Yu Changyuan and Ms. Liang Xiaoyan as independent non-executive Directors.*