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China Regenerative Medicine International Limited

中國再生醫學國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8158)

**DELAY IN DESPATCH OF CIRCULAR AND
REVISED EXPECTED TIMETABLE
IN RELATION TO
(1) PROPOSED CAPITAL REORGANISATION;
AND
(2) CONNECTED TRANSACTION –
LOAN CAPITALISATION INVOLVING
ISSUE OF SHARES UNDER SPECIFIC MANDATE**

Reference is made to the announcement of China Regenerative Medicine International Limited (the “**Company**”) dated 14 July 2023 (the “**Announcement**”) in relation to the proposed Capital Reorganisation and proposed Loan Capitalisation. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, a circular (the “**Circular**”) containing, among other things, (i) further details of the Capital Reorganisation and the Loan Capitalisation; (ii) a letter from the Independent Board Committee containing its opinion and recommendations to the Independent Shareholders in respect of the Subscription Agreement and the transactions contemplated thereunder (including the grant of the Specific Mandate); (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in respect of the Subscription Agreement and the transactions contemplated thereunder (including the grant of the Specific Mandate); (iv) other information as required under the GEM Listing Rules; and (v) a notice convening the EGM, and a form of proxy, are expected to be despatched to the Shareholders on or before 4 August 2023.

As additional time is required for the Company to prepare and finalise certain information to be included in the Circular, it is currently expected that the date of despatch of the Circular will be postponed to a date falling on or before 18 August 2023.

REVISED EXPECTED TIMETABLE

In view of the delay in the despatch of the Circular, the expected timetable of the Capital Reorganisation is revised. The revised expected timetable is subject to the results of the EGM and satisfaction of the conditions to the Share Consolidation, the Capital Reduction and the Share Sub-division, including the availability and compliance with any requirements imposed by the Grand Court, and is therefore for indicative purpose only. The revised expected timetable is set out as below:

Event	Expected Date/Time
Despatch date of Circular with the notice of the EGM and proxy form	Friday, 18 August 2023
Latest date and time for lodging transfer documents in order to qualify for attending and voting at the EGM	4:00 p.m. on Tuesday, 29 August 2023
Closure of the register of members for determining the entitlement to attend and vote at the EGM (both days inclusive)	Wednesday, 30 August 2023 to Monday, 4 September 2023
Latest date and time for lodging proxy forms for the EGM	11:00 a.m. on Saturday, 2 September 2023
Record date for attending and voting at the EGM	Monday, 4 September 2023
Date and time of the EGM	11:00 a.m. on Monday, 4 September 2023
Announcement of poll results of the EGM	Monday, 4 September 2023
Register of members re-open.	Tuesday, 5 September 2023

The following events are conditional on the fulfilment of the conditions for the implementation of the Share Consolidation.

Event	Expected Date/Time
Effective date of the Share Consolidation	Wednesday, 6 September 2023
First day of free exchange of existing share certificates into new share certificates for Consolidated Shares	Wednesday, 6 September 2023
Dealings in Consolidated Shares commence	9:00 a.m. on Wednesday, 6 September 2023
Original counter for trading in Existing Shares (in board lots of 5,000 Existing Shares) (in the form of existing share certificates) temporarily closes	9:00 a.m. on Wednesday, 6 September 2023
Temporary counter for trading in Consolidated Shares in temporary board lot of 500 Consolidated Shares (in the form of existing share certificates) opens	9:00 a.m. on Wednesday, 6 September 2023
Original counter for trading in Consolidated Shares (in board lots of 5,000 Consolidated Shares in the form of new share certificates for Consolidated Shares) re-opens	9:00 a.m. on Wednesday, 20 September 2023
Parallel trading in the Existing Shares and Consolidated Shares (in the form of existing share certificates and new share certificates) commences	9:00 a.m. on Wednesday, 20 September 2023
Designated broker starts to stand in the market to provide matching services for odd lots of Consolidated Shares	9:00 a.m. on Wednesday, 20 September 2023
Designated broker ceases to stand in the market to provide matching services for odd lots of Consolidated Shares	4:00 p.m. on Wednesday, 11 October 2023
Temporary counter for trading in Consolidated Shares in temporary board lot of 500 Consolidated Shares (in the form of existing share certificates) closes	4:10 p.m. on Wednesday, 11 October 2023

Event	Expected Date/Time
Parallel trading in the Existing Shares and Consolidated Shares (in the form of existing share certificates and new share certificates) ends	4:10 p.m. on Wednesday, 11 October 2023

Last day for free exchange of existing share certificates into new share certificates for Consolidated Shares Friday, 13 October 2023

The following events are conditional on the fulfilment of the conditions for the implementation of the Capital Reduction.

Event	Expected Date/Time
Grand Court hearing of petition to confirm the Capital Reduction	on or about Monday, 27 November 2023 (Cayman Islands Time)
Registration of court order confirming the Capital Reduction and the minute of the Order of the Capital Reduction with the Registrar of Companies in the Cayman Islands	on or about Monday, 4 December 2023 (Cayman Islands Time)
Effective date of the Capital Reduction	on or about Tuesday, 5 December 2023
Commencement of dealing in the New Shares	on or about 9:00 a.m. on Tuesday, 5 December 2023
First day of free exchange of share certificates for the Consolidated Shares into new share certificates for New Shares	on or about Tuesday, 5 December 2023
Last day for free exchange of share certificates for the Consolidated Shares into new share certificates for New Shares	on or about Friday, 5 January 2024

Any change to the revised expected timetable will be announced in a separate announcement by the Company as and when appropriate. All times and dates in this announcement refer to Hong Kong local times and dates unless otherwise specified.

By Order of the Board
China Regenerative Medicine International Limited
Khoo Wun Fat William
Company Secretary

Hong Kong, 4 August 2023

As at the date of this announcement, the executive Director is Mr. Wang Chuang (Chairman and Chief Executive Officer); the non-executive Director is Mr. Tsang Ho Yin; and the independent non-executive Directors are Ms. Huo Chunyu, Dr. Liu Ming and Mr. Leung Man Fai.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the date of its publication. This announcement will also be published on the Company’s website at www.crmi.hk.

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