

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CARsgen Therapeutics Holdings Limited

科濟藥業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2171)

VOLUNTARY ANNOUNCEMENT INTENTION OF SUBSTANTIAL SHAREHOLDERS TO INCREASE SHAREHOLDING IN THE COMPANY

This announcement is made by CARsgen Therapeutics Holdings Limited (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**” or “**CARsgen**”) on a voluntary basis.

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company was informed by YIJIE Biotech Holding Limited (“**YIJIE Biotech**”), a substantial shareholder of the Company, that YIJIE Biotech and parties acting in concert with it (collectively “**YIJIE Concert Group**”) intend to acquire the shares of the Company (the “**Shares**”) from the open market (the “**Shareholding Increase**”) within about twelve months from the date of this announcement, subject to, and in compliance with applicable laws, regulations and the Company’s securities trading policies. Such acquisition would be conducted only when YIJIE Concert Group is not in possession of inside information. As at the date of this announcement, YIJIE Concert Group is interested in an aggregate of 215,572,730 Shares, representing approximately 37.45% of the total issued Shares, out of which YIJIE Biotech is interested in 198,139,536 Shares, representing approximately 34.42% of the total issued Shares.

According to YIJIE Biotech, it is expected that the total percentage of Shareholding Increase would be no more than 2% of the total issued share capital of the Company, and YIJIE Concert Group has no intention to conduct the on-market purchases to an extent that would result in a mandatory offer being required under The Hong Kong Code on Takeovers and Mergers. In addition, YIJIE Biotech indicated that the Shares proposed to be acquired would be held for medium- to long-term investment purposes, and it had no present intention to sell such Shares during the twelve months after the Shareholding Increase. The funds required for the Shareholding Increase will be self-owned or self-raised funds.

The Board considers that the proposed Shareholding Increase indicates the YIJIE Concert Group’s, as substantial shareholders of the Company, full confidence in the prospect and potential of growth of the Company and the recognition of the Company’s long-term investment value.

Shareholders and the potential investors of the Company should note that as at the date of this announcement, YIJIE Biotech has not proceeded with the proposed Shareholding Increase. The proposed Shareholding Increase will be subject to the market conditions and will be at the absolute discretion of YIJIE Biotech. Shareholders and the potential investors of the Company are advised to exercise caution when dealing in the Shares.

By order of the Board
CARsgen Therapeutics Holdings Limited
Dr. Zonghai LI
Chairman

Hong Kong, December 18, 2023

As at the date of this announcement, the board of directors of the Company comprises Dr. Zonghai LI, Dr. Huamao WANG and Dr. Hua JIANG as executive Directors; Mr. Bingsen GUO, Mr. Huaqing GUO and Mr. Ronggang XIE as non-executive Directors; Dr. Guangmei YAN, Dr. Huabing LI and Ms. Xiangke ZHAO as the independent non-executive Directors.

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