

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) 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.



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)

SUPPLEMENTAL ANNOUNCEMENT DISCLOSEABLE TRANSACTION SUBSCRIPTION OF INCREASED REGISTERED CAPITAL IN THE TARGET COMPANY

Reference is made to the announcement (the “**Announcement**”) of China Regenerative Medicine International Limited (the “**Company**”) dated 29 December 2023 in relation to the Capital Contribution in the Target Company by CRMI Health. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

The Board wishes to provide the Shareholders and potential investors with additional information in relation to the Capital Contribution as follows:

BASIS OF THE CONSIDERATION

In addition to the basis of the consideration as disclosed in the Announcement, the Board would like to supplement that the Consideration was also determined based on a review of Target Company’s capital budget (the “**Capital Budget**”), after thorough interviews between the Target Company’s management and the Company’s management.

The Company’s management has reviewed the reasonableness of the Capital Budget, including aspects from planned use of capital contribution, business prospect and projections, working capital requirements and capital expenditure requirements.

The planned use of the Capital Contribution includes allocating:

- (i) 25% of the Capital Contribution to increase the production capacities of existing product lines;
- (ii) 25% of the Capital Contribution to advance the research and development of healthcare products;
- (iii) 30% of the Capital Contribution to working capital; and
- (iv) 10% of the Capital Contribution to operating expenses.

The Board takes the view that the Target's Company healthcare products can create synergy with the services offered by the Group's own medical centre, which can stimulate both businesses. The Company undertook a comprehensive overview of the quantitative assessments that have been applied in the preparation of the Capital Budget.

WARNING OF THE RISKS OF DEALING IN THE SHARES

As the Completion is subject to the satisfaction and/or waiver (where applicable) of the conditions precedent set out in the Capital Increase and Subscription Agreement, the Capital Contribution may or may not proceed to completion. Shareholders and potential investors should therefore exercise caution when dealing in the Shares of the Company. The Company will make further announcement(s) with regard to the status of the abovementioned transaction as and when appropriate pursuant to the requirements under the GEM Listing Rules, as appropriate.

By Order of the Board

China Regenerative Medicine International Limited

Wang Chuang

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 15 January 2024

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.

For the purposes of this announcement and illustration only, conversions of RMB and HK\$ are based on the approximate exchange rate of RMB1.00 to HK\$1.09. No representation is made that any amount in HK\$ or RMB could have been or could be converted at the above rate or any other rates.

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.

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