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SinoMab BioScience Limited

中國抗體製藥有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 3681)

COMPLETION OF SUBSCRIPTIONS OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that as the condition precedent as set out in the remaining two Subscription Agreements has been fulfilled, the Completion for the two Subscription Agreements took place on 31 January 2024 in accordance with the terms and conditions of each of the relevant Subscription Agreements.

INTRODUCTION

References are made to the announcement of SinoMab BioScience Limited (the “**Company**”) dated 14 December 2023 and 12 January 2024 (the “**Announcements**”) in relation to the subscriptions of new shares of the Company under general mandate. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcements unless otherwise stated. The terms of each of the Subscription Agreements are identical except for the name and details of the Subscribers.

COMPLETION OF SUBSCRIPTIONS OF NEW SHARES

The Board is pleased to announce that as the condition precedent as set out in the remaining two Subscription Agreements has been fulfilled, the Completion of the remaining two Subscription Agreements took place on 31 January 2024 in accordance with the terms and conditions of each of the relevant Subscription Agreements. An aggregate of 8,512,626 Shares, representing (i) approximately 0.79% of the issued share capital of the Company immediately before the Completion of the remaining two Subscription Agreements; and (ii) approximately 0.78% of the issued share capital of the Company as enlarged by the issue of the Subscription Shares, have been issued to the Subscribers at the Subscription Price of HK\$1.29 per Subscription Share. The net proceeds from the Subscriptions of approximately HK\$10,981,288 will be applied in manner as disclosed in the Announcements.

EFFECT ON SHAREHOLDING STRUCTURE

The following table illustrates the shareholding structure of the Company (i) immediately before the Completion of the remaining two Subscription Agreements; and (ii) immediately after the Completion of the remaining two Subscription Agreements:

Name of Shareholders	Immediately before the Completion of the remaining two certain Subscriptions		Immediately after the Completion of the remaining two Subscriptions	
	No. of Shares	Appropriate %	No. of Shares	Appropriate %
Mr. Jing QIANG ¹	72,823,636	6.72	72,823,636	6.67
Apricot Entities ²	212,879,400	19.65	212,879,400	19.50
Hainan Haiyao Co., Ltd. (海南海藥股份有限公司) ³	158,882,115	14.67	158,882,115	14.55
Skytech Technology Limited ⁴	129,729,200	11.98	129,729,200	11.88
Public Shareholders				
The remaining two Subscribers	—	—	8,512,626	0.78
Other Public Shareholders	<u>508,928,142</u>	<u>46.98</u>	<u>508,928,142</u>	<u>46.62</u>
Total	<u>1,083,242,493</u>	<u>100.00</u>	<u>1,091,755,119</u>	<u>100.00</u>

Notes:

- 46,711,640 Shares of which were held through his wholly owned company, Grogene Technology Limited (格擎生物科技有限公司). Mr. Jing QIANG is the spouse of Ms. Wenyi LIU, a non-executive Director.
- Shares held by Apricot Capital (上海杏澤投資管理有限公司) and Shanghai Yueyi Investment Centre (Limited Partnership)* (上海月溢投資中心(有限合夥)) are through Apricot Oversea Holdings Limited, West Biolake Holdings Limited, Apricot BioScience Holdings, L.P., Le Rong Limited and Zliverland Holdings Limited (collectively, the “**Apricot Entities**”), which are ultimately controlled by Ms. Wenyi LIU, a non-executive Director. Ms. Wenyi LIU is the spouse of Mr. Jing QIANG.

3. Pursuant to a share charge where Hainan Haiyao Co., Ltd (海南海藥股份有限公司) (“**Hainan Haiyao**”) charged 158,882,115 Shares to China Citic Bank Co., Ltd., Haikou Branch (“**China Citic Bank**”), China Citic Bank had a security interest in 158,882,115 Shares which were beneficially owned by Hainan Haiyao.
4. Skytech Technology Limited is a company wholly owned by Dr. Shui On LEUNG, an executive Director and the chairman of the Company.

By Order of the Board
SinoMab BioScience Limited
Dr. Shui On LEUNG

Executive Director, Chairman and Chief Executive Officer

Hong Kong SAR, 31 January 2024

As at the date of this announcement, the executive director of the Company is Dr. Shui On LEUNG, the non-executive directors of the Company are Dr. Haigang CHEN, Mr. Xun DONG, Dr. Wenyi LIU, Dr. Jianmin ZHANG and Mr. Lei SHI, and the independent non-executive directors of the Company are Mr. George William Hunter CAUTHERLEY, Mr. Ping Cho Terence HON, Dr. Chi Ming LEE and Mr. Dylan Carlo TINKER.