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Bilibili Inc.

(A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)

(Stock Code: 9626)

OVERSEAS REGULATORY ANNOUNCEMENT

We are making this announcement pursuant to Rule 13.10B of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Bilibili Inc. (the “**Company**”) filed an amendment to the tender offer statement on Schedule TO initially filed on March 29, 2024 (U.S. Eastern Time) with the United States Securities and Exchange Commission in relation to the right of each holder of the Company’s 1.375% Convertible Senior Notes due 2026 (the “**Notes**”) to sell and the obligation of the Company to purchase the Notes, pursuant to the terms of the Notes. For details of our filing, please refer to the attached amendment to Schedule TO.

By order of the Board

Bilibili Inc.

Rui Chen

Chairman

Hong Kong, April 1, 2024

As of the date of this announcement, the board of directors of the Company comprises Mr. Rui CHEN as the chairman, Ms. Ni LI and Mr. Yi XU as directors, Mr. JP GAN, Mr. Eric HE, Mr. Feng LI and Mr. Guoqi DING as independent directors.

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

SCHEDULE TO
TENDER OFFER STATEMENT UNDER SECTION 14(d)(1) OR 13(e)(1)
OF THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. 1)*

Bilibili Inc.
(Name of Subject Company (Issuer))

Bilibili Inc.
(Name of Filing Person (Issuer))

1.375% Convertible Senior Notes due 2026
(Title of Class of Securities)

090040AB2
(CUSIP Number of Class of Securities)

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(Name, address and telephone number of person authorized to receive notices and communications on behalf of the filing person)

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Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- third-party tender offer subject to Rule 14d-1.
 issuer tender offer subject to Rule 13e-4.
 going-private transaction subject to Rule 13e-3.
 amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer:

If applicable, check the appropriate box(es) below to designate the appropriate rule provision(s) relied upon:

- Rule 13e-4(i) (Cross-Border Issuer Tender Offer)
 Rule 14d-1(d) (Cross-Border Third-Party Tender Offer)
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INTRODUCTORY STATEMENT

This Amendment No. 1 to Schedule TO (this “Amendment No. 1”) amends and supplements the Tender Offer Statement on Schedule TO that was initially filed by Bilibili, Inc. (the “Company”) on February 20, 2024 (the “Schedule TO”) relating to the Company’s 1.375% Convertible Senior Notes due 2026 (the “Notes”).

This Amendment No. 1 relates to the final results of the Company’s repurchase of the Notes that have been validly surrendered for repurchase and not withdrawn pursuant to the Company’s Notice to the holders of the Notes (the “Holders”) dated February 20, 2024 (the “Repurchase Right Notice”). The information contained in the Schedule TO, including the Repurchase Right Notice, as supplemented and amended by the information contained in Item 11 below, is incorporated herein by reference. Except as specifically provided herein, this Amendment No. 1 does not modify any of the information previously reported on the Schedule TO.

This Amendment No. 1 amends and supplements the Schedule TO as set forth below and constitutes the final amendment to the Schedule TO. This Amendment No. 1 is intended to satisfy the disclosure requirements of Rule 13e-4(c)(4) under the Securities Exchange Act of 1934, as amended.

ITEM 11. ADDITIONAL INFORMATION.

Item 11 of the Schedule TO is hereby amended and supplemented to include the following information:

The repurchase right offer expired at 5:00 p.m., New York City time, on Thursday, March 28, 2024 (the “Expiration Date”). The Company has been advised by Deutsche Bank Trust Company Americas, as paying agent (the “Paying Agent”), that pursuant to the terms of the Repurchase Right Notice, US\$429,331,000 aggregate principal amount of the Notes were validly surrendered and not withdrawn as of the Expiration Date. The Company has accepted all of the surrendered Notes for repurchase pursuant to the terms of the Repurchase Right Notice and has forwarded cash in payment of the Repurchase Price to the Paying Agent for distribution to the Holders that had exercised their Repurchase Right. The aggregate amount of the Repurchase Price is US\$429,331,000. Following settlement of the repurchase, US\$12,000 aggregate principal amount of the Notes will remain outstanding and continue to be subject to the existing terms of the Indenture and the Notes.

ITEM 12. EXHIBITS.

(a) **Exhibits.**

- (a)(1)* Repurchase Right Notice to Holders of 1.375% Convertible Senior Notes due 2026 issued by the Company, dated as of February 20, 2024.
- (a)(5)(A)* Press Release issued by the Company, dated as of February 20, 2024.
- (a)(5)(B)† Press Release issued by the Company, dated as of March 29, 2024.
- (b) Not applicable.
- (d) Indenture, dated as of April 5, 2019, between the Company and Deutsche Bank Trust Company Americas, as trustee (incorporated by reference to Exhibit 2.5 to the Company’s annual report on Form 20-F, as amended, initially filed with the Securities and Exchange Commission on March 27, 2020 (File No. 001-38429)).
- (g) Not applicable.
- (h) Not applicable.

(b) **Filing Fee Exhibit**

- † Filing Fee Table.

* Previously filed.

† Filed herewith.

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
(a)(1)*	<u>Repurchase Right Notice to Holders of 1.375% Convertible Senior Notes due 2026 issued by the Company, dated as of February 20, 2024.</u>
(a)(5)(A)*	<u>Press Release issued by the Company, dated as of February 20, 2024.</u>
(a)(5)(B)†	<u>Press Release issued by the Company, dated as of March 29, 2024.</u>
(d)	<u>Indenture, dated as of April 5, 2019, between the Company and Deutsche Bank Trust Company Americas, as trustee (incorporated by reference to Exhibit 2.5 to the Company's annual report on Form 20-F, as amended, initially filed with the Securities and Exchange Commission on March 27, 2020 (File No. 001-38429)).</u>
(b)†	<u>Filing Fee Table.</u>

* Previously filed.

† Filed herewith.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Bilibili Inc.

By: /s/ Rui Chen

Name: Rui Chen

Title: Chairman of the Board of Directors and Chief
Executive Officer

Dated: March 29, 2024

**Bilibili Inc. Announces Completion of the Repurchase Right Offer for
1.375% Convertible Senior Notes due 2026**

SHANGHAI, China, March 29, 2024 – Bilibili Inc. (“Bilibili” or the “Company”) (NASDAQ: BILI and HKEX: 9626), an iconic brand and a leading video community for young generations in China, today announced that it has completed its previously announced repurchase right offer relating to its 1.375% Convertible Senior Notes due 2026 (CUSIP No. 090040AB2) (the “Notes”). The repurchase right offer expired at 5:00 p.m., New York City time, on Thursday, March 28, 2024. Based on information from Deutsche Bank Trust Company Americas as the paying agent for the Notes, US\$429,331,000 aggregate principal amount of the Notes were validly surrendered and not withdrawn prior to the expiration of the repurchase right offer. The aggregate cash purchase price of these Notes is US\$429,331,000. The Company has accepted all of the surrendered Notes for repurchase and has forwarded cash in payment of the same to the paying agent for distribution to the applicable holders.

Materials filed with the SEC will be available electronically without charge at the SEC’s website, <http://www.sec.gov>. Documents filed with the SEC may also be obtained without charge at the Company’s investor relations website, <http://ir.bilibili.com>.

About Bilibili Inc.

Bilibili is an iconic brand and a leading video community with a mission to enrich the everyday lives of young generations in China. Bilibili offers a wide array of video-based content with All the Videos You Like as its value proposition. Bilibili builds its community around aspiring users, high-quality content, talented content creators and the strong emotional bonds among them. Bilibili pioneered the “bullet chatting” feature, a live comment function that has transformed our users’ viewing experience by displaying the thoughts and feelings of audience members viewing the same video. The Company has now become the welcoming home of diverse interests among young generations in China and the frontier for promoting Chinese culture across the world.

For more information, please visit: <http://ir.bilibili.com>.

For investor and media inquiries, please contact:

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Calculation of Filing Fee Tables

Schedule TO

(Form Type)

Bilibili Inc.

(Name of Issuer)

Table 1 – Transaction Valuation

	Transaction valuation	Fee rate	Amount of filing fee
Fees to Be Paid	—	0.0001476	—
Fees Previously Paid	\$429,343,000.00 ⁽¹⁾		\$63,371.03 ⁽²⁾
Total Transaction Valuation	\$429,343,000.00		
Total Fees Due for Filing			\$63,371.03 ⁽²⁾
Total Fees Previously Paid			\$63,371.03 ⁽²⁾
Total Fee Offsets			—
Net Fee Due			—

- (1) Estimated solely for purposes of calculating the filing fee. The aggregate purchase price of the 1.375% Convertible Senior Notes due 2026 (the “Notes”) is \$429,343,000, representing 100% of the principal amount of the Notes outstanding as of February 20, 2024 (excluding accrued but unpaid interest).
- (2) The filing fee of \$63,371.03 was previously paid in connection with the filing of the Tender Offer Statement on Schedule TO on February 20, 2024 by Bilibili Inc. (File No. 005-90674). The amount of the filing fee, calculated in accordance with Rule 0-11 under the Securities Exchange Act of 1934, as amended, equals \$147.60 per \$1,000,000 of the value of the transaction.