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友芝友生物製藥

WUHAN YZY BIOPHARMA CO., LTD.

武漢友芝友生物製藥股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 2496)

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND APPOINTMENT OF A MEMBER OF NOMINATION COMMITTEE
AND COMPLIANCE WITH THE LISTING RULES**

Proposed Amendments to the Articles of Association

This announcement is made by Wuhan YZY Biopharma Co., Ltd. (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Reference is made to the announcement of the Company dated July 30, 2024, in relation to the resignation of Dr. Dai Weiguo (“**Dr. Dai**”) as an independent non-executive director and a member of the nomination committee (the “**Nomination Committee**”) of the board (the “**Board**”) of directors of the Company (the “**Directors**”).

Following the resignation of Dr. Dai, the Board comprises 12 Directors. Therefore, to reflect the changes in the number of Board members, the Board has proposed at the Board meeting to seek the approval of the shareholders of the Company (the “**Shareholders**”) on the following amendments (the “**Proposed Amendments**”) to the articles of association of the Company (the “**Articles of Association**”):

Before the Amendment	After the Amendment
Article 109 The Board is composed of 13 Directors, including one chairman. At all times, at least one-third of the members of the Board shall be independent non-executive Directors, and the total number of independent non-executive Directors shall be not less than three, at least one of whom shall have appropriate professional qualifications in line with regulatory requirements, or appropriate accounting or related financial management expertise.	Article 109 The Board is composed of <u>12</u> Directors, including one chairman. At all times, at least one-third of the members of the Board shall be independent non-executive Directors, and the total number of independent non-executive Directors shall be not less than three, at least one of whom shall have appropriate professional qualifications in line with regulatory requirements, or appropriate accounting or related financial management expertise.

Except for the Proposed Amendments mentioned above, other provisions of the Articles of Association remain unchanged. The Proposed Amendments are prepared in Chinese language. In the event of any discrepancy between the English translation and the Chinese version, the Chinese version shall prevail.

The Proposed Amendments are subject to the Shareholders' approval by way of special resolution at an extraordinary general meeting of the Company. A circular containing details of the aforementioned matter together with a notice convening the extraordinary general meeting of the Company will be despatched to the Shareholders (if requested) and published on the Company's website (www.yzybio.com) and the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) as soon as possible.

Appointment of a member of Nomination Committee and compliance with the Listing Rules

The Board is pleased to announce that Dr. Chen Bin (“**Dr. Chen**”), an independent non-executive Director, has been appointed as a member of the Nomination Committee with effect from August 29, 2024, until the expiration of the term of the first session of the Board. Following the appointment of Dr. Chen as a member of the Nomination Committee, the Company has re-complied with the requirements of Rule 3.27A of the Listing Rules that the Nomination Committee comprises a majority of independent non-executive Directors.

By order of the Board
Wuhan YZY Biopharma Co., Ltd.
Dr. Zhou Pengfei
*Chairman of the Board, Executive Director and
Chief Executive Officer*

Wuhan, PRC, August 29, 2024

As of the date of this announcement, the Board comprises Dr. Zhou Pengfei as executive Director, Dr. Yuan Qian, Dr. Zhou Hongfeng, Mr. Pang Zhenhai, Dr. Hui Xiwu, Ms. Liang Qian, Dr. Guo Hongwei and Mr. Xie Shouwu as non-executive Directors, and Dr. Cheng Bin, Ms. Fu Lili, Dr. Deng Yuezhen and Dr. Chen Bin as independent non-executive Directors.