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**RemeGen Co., Ltd.\***

**榮昌生物製藥(煙台)股份有限公司**

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

**(Stock Code: 9995)**

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by RemeGen Co., Ltd.\* 榮昌生物製藥(煙台)股份有限公司 (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors of the Company (the “**Board**”) hereby announces that, in order to promote compliance operation and enhance corporate governance, in accordance with the Company Law of the People's Republic of China, the Guidelines on the Articles of Association of Listed Companies (2025 Revision) (《上市公司章程指引(2025年修訂)》), and other laws, regulations, regulatory documents, regulatory rules and listing rules of the jurisdictions where the shares of the Company are listed, as well as in light of the increase of the registered capital and the total number of issued shares of the Company due to attribution of (1) an aggregate of 102,000 A shares of the Class B interests under the reserved grant in the first attribution period under the Company's 2022 Restricted A Share Incentive Scheme, and (2) an aggregate of 767,240 A shares of the Class A interests in the third attribution period and the Class B interests under the first grant in the second attribution period under the Company's 2022 Restricted A Share Incentive Scheme and of the first grant in the first attribution period under the Company's 2023 Restricted A Share Incentive Scheme, on May 18, 2026, the Board resolved, among other matters, that, based on the actual situation of the Company, the Company will amend the relevant provisions of the articles of association of the Company (the “**Articles of Association**”) and will formulate and amend certain internal management policies such as the rules of procedures for the board of directors of the Company (the “**Rules of Procedures for the Board of Directors**”) and the remuneration management policy for directors and senior management personnel of the Company (the “**Remuneration Management Policy for Directors and Senior Management Personnel**”) to, among other matters, align with the proposed amendments to the Articles of Association and further enhance the Company's internal control framework.

Details of the proposed amendments to the Articles of Association are set out in Appendix I to this announcement. The English version of the proposed amendments to the Articles of Association is an unofficial translation of the Chinese version. In the event of any discrepancy between the Chinese and English versions, the Chinese version shall prevail. Details of the proposed amendments to the Rules of Procedures for the Board of Directors and the proposed formulation of the Remuneration Management Policy for Directors and Senior Management Personnel will be set out in the circular of the Company to be made available to the shareholders of the Company (the “**Shareholders**”).

The Board resolved to put forward the aforesaid proposed amendments to the Articles of Association and the Rules of Procedures for the Board of Directors and the aforesaid proposed formulation of the Remuneration Management Policy for Directors and Senior Management Personnel to the general meeting of the Company for consideration and approval.

A circular containing, among others, the details of the proposed amendments to the Articles of Association and the Rules of Procedures for the Board of Directors and the proposed formulation of the Remuneration Management Policy for Directors and Senior Management Personnel, together with a notice convening the 2025 annual general meeting of the Company, will be made available to the Shareholders in due course.

By order of the Board  
**RemeGen Co., Ltd.\***  
**Mr. Wang Weidong**  
*Chairman and executive director*

Yantai, The People's Republic of China  
May 18, 2026

*As at the date of this announcement, the Board comprises Mr. Wang Weidong, Dr. Fang Jianmin, Mr. Wen Qingkai and Mr. Lin Jian as the executive directors, Dr. Wang Liqiang and Dr. Su Xiaodi as the non-executive directors, and Mr. Hao Xianjing, Mr. Chen Yunjin and Mr. Huang Guobin as the independent non-executive directors.*

\* *For identification purposes only*

**APPENDIX I: DETAILS OF PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

**COMPARISON TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF REMEGEN CO., LTD.\***

Original Article of the Articles of Association	Amended Article of the Articles of Association
<p><b>Article 6</b> The registered capital of the Company is RMB<del>563,608,243</del>.</p>	<p><b>Article 6</b> The registered capital of the Company is RMB<u>564,477,483</u>.</p>
<p><b>Article 21</b> The total number of issued shares of the Company is <del>563,608,243</del> ordinary shares, of which <del>355,027,004</del> shares are A Shares, accounting for approximately <del>62.99%</del> of the total share capital, and 208,581,239 shares are H Shares, accounting for approximately <del>37.01%</del> of the total share capital.</p>	<p><b>Article 21</b> The total number of issued shares of the Company is <u>564,477,483</u> ordinary shares, of which <u>355,896,244</u> are A Shares, accounting for approximately <u>63.05%</u> of the total share capital, and 208,581,239 are H Shares, accounting for approximately <u>36.95%</u> of the total share capital.</p>
<p><b>Article 102</b> <del>Directors</del> shall be elected or replaced at the shareholders' meeting and may be removed by the shareholders' meeting before the expiration of their terms of office. The term of office of the directors is three years and they are eligible for re-election.</p> <p>A director's term of service commences from the date he takes office, until the current term of service of the Board ends. A director shall continue to perform his/her duties as a director in accordance with the laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the shares of the Company are listed and the Articles of Association until a re-elected director takes office, if re-election is not conducted in a timely manner upon the expiry of his/her term of office.</p>	<p><b>Article 102</b> <u>Non-employee directors</u> shall be elected or replaced at the shareholders' meeting and may be removed by the shareholders' meeting before the expiration of their terms of office. The term of office of the directors is three years and they are eligible for re-election. <u>The Company shall have one employee representative director, who shall be elected by the employees' representative assembly and shall not be subject to the approval of the shareholders' meeting.</u></p> <p>A director's term of service commences from the date he takes office, until the current term of service of the Board ends. A director shall continue to perform his/her duties as a director in accordance with the laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the shares of the Company are listed and the Articles of Association until a re-elected director takes office, if re-election is not conducted in a timely manner upon the expiry of his/her term of office.</p>

<p style="text-align: center;"><b>Original Article of the Articles of Association</b></p>	<p style="text-align: center;"><b>Amended Article of the Articles of Association</b></p>
<p>Any person appointed by the Board to fill a temporary vacancy on or as an addition to the Board shall hold office only until the first annual shareholders' meeting of the Company after his/her appointment, and shall then be eligible for re-election.</p> <p>Where not otherwise provided by laws, regulations and regulatory rules of the place where the shares of the Company are listed, the Company shall have power by ordinary resolution at the shareholders' meeting to remove any director (including a managing or other executive director), but without prejudice to any claim for damages under any contract before the expiration of his/her term of office.</p> <p>Senior management may serve as a director, provided that the aggregate number of the directors who concurrently serve as senior management and employee representatives shall not exceed one half of all the directors of the Company.</p>	<p>Any person appointed by the Board to fill a temporary vacancy on or as an addition to the Board shall hold office only until the first annual shareholders' meeting of the Company after his/her appointment, and shall then be eligible for re-election.</p> <p>Where not otherwise provided by laws, regulations and regulatory rules of the place where the shares of the Company are listed, the Company shall have power by ordinary resolution at the shareholders' meeting to remove any director (including a managing or other executive director), but without prejudice to any claim for damages under any contract before the expiration of his/her term of office.</p> <p>Senior management may serve as a director, provided that the aggregate number of the directors who concurrently serve as senior management and employee representatives shall not exceed one half of all the directors of the Company.</p>