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KELUN-BIOTECH
科伦博泰

Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd.

四川科倫博泰生物醫藥股份有限公司

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

(Stock Code: 6990)

**(1) COMPLETION OF SUBSCRIPTION OF NEW DOMESTIC SHARES
UNDER SPECIFIC MANDATE
AND
(2) AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

References are made to (1) the announcements of Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd. (the “**Company**”) dated May 8, 2024 and May 16, 2024 and the circular of the 2023 annual general meeting of the Company (the “**2023 AGM**”) dated May 21, 2024 (the “**Circular**”) in relation to, among other things, the Placing, the connected transaction involving the proposed Subscription of new Domestic Shares under the Subscription Specific Mandate and the proposed amendments to the Articles of Association, (2) the announcement of the Company dated June 20, 2024 in relation to the poll results of the 2023 AGM, and (3) the announcement of the Company dated November 22, 2024 in relation to the relevant approval for registration by the China Securities Regulatory Commission. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Circular.

Completion of the Subscription

The Board is pleased to announce that all the conditions of the Subscription have been fulfilled and the Company has received the share registration certificate dated December 17, 2024 issued by China Securities Depository and Clearing Corporation Limited in respect of the new Domestic Shares issued under the Subscription. The Subscription has been completed. Pursuant to the Subscription Agreement, 4,423,870 new Domestic Shares have been issued as fully paid to the Subscriber. Accordingly, immediately after completion of the Subscription, the Company had a total number of 227,267,969 Shares.

Shareholding Structure of the Company

The shareholding structure of the Company (i) immediately before the completion of the Placing, (ii) immediately after the completion of the Placing (but before the completion of the Subscription) and (iii) immediately after the completion of the Subscription is set out below:

	Immediately before the completion of the Placing		Immediately after the completion of the Placing, but before the completion of the Subscription		Immediately after the completion of the Placing and the Subscription	
	<i>No. of Shares</i>	<i>%</i>	<i>No. of Shares</i>	<i>%</i>	<i>No. of Shares</i>	<i>%</i>
The Subscriber	115,555,685	52.72	115,555,685	51.85	119,979,555	52.79
Kelun International	4,567,700	2.08	4,567,700	2.05	4,567,700	2.01
Sub-total	<u>120,123,385</u>	<u>54.80</u>	<u>120,123,385</u>	<u>53.90</u>	<u>124,547,255</u>	<u>54.80</u>
Kelun Jingchuan	30,000,000	13.69	30,000,000	13.46	30,000,000	13.20
Placees	–	–	3,648,600	1.64	3,648,600	1.61
Other Shareholders	<u>69,072,114</u>	<u>31.51</u>	<u>69,072,114</u>	<u>31.00</u>	<u>69,072,114</u>	<u>30.39</u>
Total	<u>219,195,499</u>	<u>100.00</u>	<u>222,844,099</u>	<u>100.00</u>	<u>227,267,969</u>	<u>100.00</u>

Amendments to the Articles of Association

As approved by the Shareholders at the 2023 AGM, the Board announces that the Articles of Association was amended as set out in the table below, reflecting the change in registered capital and share capital structure of the Company resulting from the completion of the Subscription.

Article No.	Before Amendments	After Amendments
Article 6	The registered capital of the Company is RMB222,844,099.	The registered capital of the Company is RMB 222,844,099227,267,969 .
Article 20	The total number of shares of the Company is 222,844,099, all of which are ordinary shares, comprising 92,571,094 unlisted shares and 130,273,005 H shares.	The total number of shares of the Company is 222,844,099227,267,969 , all of which are ordinary shares, comprising 92,571,09496,994,964 unlisted shares and 130,273,005 H shares.

The amended Articles of Association took effect from the date of the completion of the Subscription. The full text of the amended Articles of Association will be published on the websites of the Company (<https://kelun-biotech.com>) and The Stock Exchange of Hong Kong Limited (www.hkexnews.hk).

By order of the Board
Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd.
LIU Gexin
Chairman of the Board and Non-executive Director

Hong Kong, December 18, 2024

As at the date of this announcement, the Board comprises Mr. LIU Gexin as the chairman of the Board and non-executive Director, Dr. GE Junyou as executive Director, Mr. LIU Sichuan, Mr. LAI Degui, Mr. FENG Hao, Mr. ZENG Xuebo and Mr. LI Dongfang as non-executive Directors, and Dr. ZHENG Qiang, Dr. TU Wenwei, Dr. JIN Jinping, and Dr. LI Yuedong as independent non-executive Directors.