
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Biosino Bio-Technology and Science Incorporation**, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or transferee.

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BIOSINO BIO-TECHNOLOGY AND SCIENCE INCORPORATION

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

(Stock Code: 8247)

(1) PROPOSED GRANTING OF THE GENERAL MANDATE TO ISSUE NEW SHARES (2) NOTICE OF THE ANNUAL GENERAL MEETING

A notice convening the annual general meeting (the “**Annual General Meeting**”) of Biosino Bio-Technology and Science Incorporation (the “**Company**”) to be held at No. 27 Chaoqian Road, Science and Technology Industrial Park, Changping District, Beijing, the People's Republic of China on Tuesday, 28 April 2026 at 10:00 a.m. is set out on pages 6 to 9 of this circular.

A form of proxy for use at the Annual General Meeting is enclosed with the notice of the Annual General Meeting and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.zhongsheng.com.cn). Whether or not you intend to attend the Annual General Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the Annual General Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the Annual General Meeting and voting in person if you so wish and in such event, the form of proxy shall be deemed to be revoked. For the avoidance of doubt, holders of any Treasury Shares shall abstain from voting at general meetings in respect of any Treasury Shares held by them, if any.

This circular will remain on the website of Hong Kong Exchanges and Clearing Limited on the “Latest Listed Company Information” page for at least 7 days from the date of its posting.

2 April 2026

CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate small and mid- sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“Annual General Meeting”	the annual general meeting of the Company to be held at No. 27 Chaoqian Road, Science and Technology Industrial Park, Changping District, Beijing, the PRC on Tuesday, 28 April 2026 at 10:00 a.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the Annual General Meeting which is set out on pages 6 to 9 of this circular, or any adjournment thereof
“Articles of Association” or “Articles”	the articles of association of the Company, as amended from time to time
“Board”	the board of Directors
“Company”	Biosino Bio-Technology and Science Incorporation (中生北控生物科技股份有限公司), a joint stock limited company established in the PRC with limited liability on 26 April 2001
“Company Law”	the Company Law of the PRC (《中華人民共和國公司法》), as amended from time to time
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary share(s) of nominal value of RMB1.00 each in the share capital of the Company which are subscribed for or credited as paid up in Renminbi
“GEM”	GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“General Mandate”	the proposed general mandate to allot, issue and otherwise deal with additional Shares (including any sale or transfer of Treasury Shares) representing up to the limit of 20% of the Shares in issue (excluding any Treasury Shares) on the date of the passing of the related resolution
“Group”	the Company and its subsidiaries
“H Share(s)”	overseas listed foreign shares in the ordinary share capital of the Company, with nominal value of RMB1.00 each, which are listed on GEM
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

DEFINITIONS

“Latest Practicable Date”	31 March 2026, being the latest practicable date prior to the publication of this circular for ascertaining certain information in this circular
“PRC”	the People’s Republic of China, which for the purpose of this circular excludes Hong Kong, Macau and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	Domestic Shares and H Shares
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Treasury Shares”	has the meaning ascribed to it under the GEM Listing Rules
“%”	per cent

In this circular, the English names of the PRC entities or enterprises are translations of their Chinese names. In the event of any inconsistency, the Chinese names shall prevail.

LETTER FROM THE BOARD



BIOSINO BIO-TECHNOLOGY AND SCIENCE INCORPORATION

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

(Stock Code: 8247)

Chairman, President and executive Director

Mr. Chen Peng (陳鵬先生)

Vice-chairman and executive Director

Mr. Li Zhonghua (李忠華先生)

Executive Director

Mr. Chen Zhengyong (陳正永先生)

Non-executive Director

Ms. Kang Rui (康睿女士)

Independent non-executive Directors

Prof. Jin Tengchuan (金騰川教授)

Prof. Shen Jiangang (沈劍剛教授)

Mr. Fan Xiaoliang (范曉亮先生)

*Registered office and principal place
of business in the PRC:*

No. 27 Chaoqian Road

Science and Technology Industrial Park
Changping District

Beijing, PRC

*Principal place of business
in Hong Kong:*

66/F., Central Plaza

18 Harbour Road, Wanchai
Hong Kong

2 April 2026

To the Shareholders

Dear Sir/Madam,

(1) PROPOSED GRANTING OF THE GENERAL MANDATE TO ISSUE NEW SHARES

AND

(2) NOTICE OF THE ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to give you, (i) information regarding certain resolutions to be proposed at the Annual General Meeting to enable you to make an informed decision on whether to vote for or against those resolutions at the Annual General Meeting; and (ii) the notice of the Annual General Meeting.

2. PROPOSED GRANTING OF THE GENERAL MANDATE

The existing mandate to issue new Shares granted at the annual general meeting held by the Company on 30 May 2025 will lapse at the Annual General Meeting.

LETTER FROM THE BOARD

To increase the flexibility and efficiency in operation, and to give discretion to the Board in the event that it becomes desirable to issue any Shares, the Company proposes to obtain Shareholders' approval for the General Mandate to allot, issue and otherwise deal with additional Shares (including any sale or transfer of Treasury Shares) up to the limit of 20% of the Shares in issue (excluding any Treasury Shares) on the date of the passing of the relevant resolution at the Annual General Meeting. Any exercise of the power by the Directors under the General Mandate shall comply with the relevant requirements of the GEM Listing Rules, the Articles of Association and the applicable laws and regulations of the PRC. The Board has no present plan to issue new Shares pursuant to the General Mandate. The General Mandate shall be effective from the date of passing the relevant resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or other applicable laws to be held; or
- (iii) the revocation or variation of the authority given under the relevant resolution by a special resolution of the Company in general meeting.

As at the Latest Practicable Date, the Company had in issue 144,707,176 Shares. Subject to the passing of the proposed resolution for the approval of the General Mandate and in accordance with the terms therein, the Company will be allowed to allot, issue and deal with up to a maximum of 28,941,435 Shares on the basis that no further Shares will be issued by the Company prior to the Annual General Meeting.

3. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages 6 to 9 of this circular. At the Annual General Meeting, resolutions will be proposed to approve, *inter alia*, the granting of the General Mandate to issue new Shares.

Pursuant to Rule 17.47(4) of the GEM Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, all resolutions will be put to vote by way of poll at the Annual General Meeting. An announcement on the poll results will be made by the Company after the Annual General Meeting in the manner prescribed under Rules 17.47(5) and 17.47(5A) of the GEM Listing Rules.

A form of proxy for use at the Annual General Meeting is enclosed with the notice of the Annual General Meeting and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.zhongsheng.com.cn). Whether or not you intend to attend the Annual General Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the Annual General Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the Annual General Meeting and voting in person if you so wish and in such event, the form of proxy shall be deemed to be revoked. For the avoidance of doubt, holders of any Treasury Shares shall abstain from voting at general meetings in respect of any Treasury Shares held by them, if any.

LETTER FROM THE BOARD

4. RECOMMENDATION

The Directors believe that all resolutions proposed for consideration and approval by the Shareholders at the Annual General Meeting are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that all the Shareholders should vote in favour of all the resolutions to be proposed at the Annual General Meeting as set out in the notice of the Annual General Meeting.

Yours faithfully,

For and on behalf of the Board

Biosino Bio-Technology and Science Incorporation

Chen Peng

Chairman, President and Executive Director

NOTICE OF THE ANNUAL GENERAL MEETING



BIOSINO BIO-TECHNOLOGY AND SCIENCE INCORPORATION

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

(Stock Code: 8247)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**Meeting**”) of Biosino Bio-Technology and Science Incorporation (the “**Company**”) will be held at No. 27 Chaoqian Road, Science and Technology Industrial Park, Changping District, Beijing, the People's Republic of China (the “**PRC**”) on Tuesday, 28 April 2026 at 10:00 a.m. for the following purposes:-

AS ORDINARY RESOLUTIONS

1. To consider and approve the report of the board (the “**Board**”) of directors of the Company (the “**Director(s)**”) for the year ended 31 December 2025;
2. To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the independent auditors' report for the year ended 31 December 2025;
3. To consider and approve the 2025 annual final financial report and the 2026 financial budget report of the Company; and
4. To consider and approve the re-appointment of BDO China Shu Lun Pan Certified Public Accountants LLP as the PRC auditors and BDO Limited as the international auditors of the Company to hold office until the conclusion of the next annual general meeting and to authorise the Board to fix their remuneration;

AS SPECIAL RESOLUTION

5. To give a general mandate to the Board to issue, allot and deal with additional shares not exceeding 20% of the shares of the Company in issue (excluding any treasury shares of the Company) and authorise the Board to make corresponding amendments to the articles of association of the Company (the “**Articles of Association**”) as it thinks fit so as to reflect the new capital structure upon the allotment or issuance of shares:

“**THAT**

- (A) (a) subject to sub-paragraph (c) and in accordance with the relevant requirements of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited, the Articles of Association and the applicable laws and

NOTICE OF THE ANNUAL GENERAL MEETING

regulations of the PRC, the exercise by the Board during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with, either separately or concurrently, additional shares of the Company (including any sale or transfer of treasury shares out of treasury that are held as treasury shares of the Company) and to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers be hereby generally and unconditionally approved;

- (b) the approval in paragraph (a) shall authorise the Board during the Relevant Period to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate number of shares allotted, issued and dealt with or agreed conditionally or unconditionally to be allotted, issued and dealt with (whether pursuant to an option or otherwise) by the Board pursuant to the approval granted in paragraph (a) shall not exceed 20% of the aggregate number of shares of the Company in issue (excluding any treasury shares of the Company) on the date of passing this resolution, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined) or (ii) any scrip dividend or similar arrangement providing for allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the Articles of Association; and
- (d) for the purposes of this resolution:

“**Relevant Period**“ means the period from the passing of this resolution until whichever is the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or other applicable laws to be held; or (iii) the revocation or variation of the authority given under this resolution by a special resolution of the Company in general meeting.

“**Rights Issue**“ means an offer of shares open for a period fixed by the directors to holders of shares on the register on a fixed record date in proportion to their then holdings of such shares (subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in any territory outside Hong Kong) and an offer, allotment or issue of shares by way of rights shall be construed accordingly.

NOTICE OF THE ANNUAL GENERAL MEETING

- (B) The Board be authorised to make corresponding amendments to the Articles of Association as it thinks fit so as to reflect the new capital structure upon the allotment or issuance of shares as provided in sub-paragraph (a) of paragraph (A) of this resolution.”

For and on behalf of the Board
Biosino Bio-Technology and Science Incorporation
Tung Woon Cheung, Eric
Company Secretary

Beijing, the PRC, 2 April 2026

Notes:

1. The register of holders of H Shares of the Company (the “**H Shares**”) and the register of holders of domestic shares of the Company (the “**Domestic Shares**”) will be closed from Thursday, 23 April 2026 to Tuesday, 28 April 2026, both days inclusive, during which period no transfer of H Shares or Domestic Shares will be effected. To qualify for attendance and voting at the Annual General Meeting (or any adjournment thereof), documents on transfers of H Shares must be lodged with the Company’s H share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Wednesday, 22 April 2026. Holders of Domestic Shares should contact the secretary to the Board (the “**Secretary to the Board**”) (whose contact details are: (i) address: No. 27 Chaoqian Road, Science and Technology Industrial Park, Changping District, Beijing, the PRC; and (ii) fax: (86) 10 8011 7026) for details concerning registration of transfers of Domestic Shares.
2. Each holder of H Shares who is entitled to attend and vote at the Annual General Meeting (or any adjournment thereof) may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the Annual General Meeting (or any adjournment thereof) on his behalf. A proxy needs not be a shareholder of the Company (the “**Shareholder(s)**”).
3. Holders of H Shares must use the form of proxy of the Company for appointing a proxy and the appointment must be in writing. The form of proxy must be signed by the relevant Shareholder or by a person duly authorised by the relevant Shareholder in writing (a “**power of attorney**”). If the form of proxy is signed by the person authorised by the relevant Shareholder as aforesaid, the relevant power of attorney and other relevant documents of authorisation (if any) must be notarised. If a corporate Shareholder appoints a person other than its legal representative to attend the Annual General Meeting (or any adjournment thereof) on its behalf, the relevant form of proxy must be affixed with the company seal/chop of the corporate Shareholder or duly signed by its director or any other person duly authorised by that corporate Shareholder as required by the Articles of Association.
4. To be valid, the form of proxy and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any) as mentioned in note 3 above must be delivered to the Company’s H share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 24 hours before the time appointed for the Annual General Meeting (or any adjournment thereof).
5. Each holder of Domestic Shares who is entitled to attend and vote at the Annual General Meeting (or any adjournment thereof) may also, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the Annual General Meeting (or any adjournment thereof) on his behalf. A proxy needs not be a Shareholder. Notes 3 and 4 above also apply to the holders of Domestic Shares, except that, to be valid, the form of proxy and the relevant power of attorney (if any) and other relevant documents of authorisation (if any) must be delivered to the Secretary to the Board not less than 24 hours before the time appointed for the Annual General Meeting (or any adjournment thereof). The address of the Secretary to the Board is stated in note 1 above.

NOTICE OF THE ANNUAL GENERAL MEETING

6. A Shareholder or his proxy should produce proof of identity when attending the Annual General Meeting (or any adjournment thereof). If a corporate Shareholder's legal representative or any other person authorised by the board of directors or other governing body of such corporate Shareholder attends the Annual General Meeting (or any adjournment thereof), such legal representative or other person shall produce his proof of identity, and proof of designation as legal representative and the valid resolution or authorisation document of the board of directors or other governing body of such corporate Shareholder (as the case may be) to prove the identity and authorisation of that legal representative or other person.
7. It is expected that the Meeting will last not more than half day. Shareholders and their proxies attending the Meeting shall bear their own travel and accommodation expenses.