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JOINN LABORATORIES (CHINA) CO., LTD.

北京昭衍新藥研究中心股份有限公司

(A, C, L, E, C, L, E, H, K, L)
(S. e. c. : 6127)

**DISCLOSEABLE TRANSACTION
SUBSCRIPTION OF FURTHER FINANCIAL PRODUCTS**

SUBSCRIPTION OF FURTHER FINANCIAL PRODUCTS

The Board wishes to announce that on 22 May 2025 (after trading hours), a member of the Group subscribed for the Bank of Jiangsu RMB Structured Deposit Products, and the aggregate of the outstanding investment amount of the Bank of Jiangsu RMB Structured Deposit Products amounted to RMB440,000,000 as at the date of this announcement.

As at the date of this announcement, the Directors confirm that (i) except for the Bank of Jiangsu RMB Structured Deposit Products that remain outstanding, all the other financial products subscribed for from Bank of Jiangsu have been redeemed in full in accordance with the respective terms; (ii) the Group believes that reasonable interests in connection with the subscription of each of the Bank of Jiangsu RMB Structured Deposit Products would be gained; and (iii) the subscription of the Bank of Jiangsu RMB Structured Deposit Products would not cause any adverse impact on the financial position of the Group.

LISTING RULES IMPLICATIONS

Prior to the subscription of the Fourth Bank of Jiangsu RMB Structured Deposit Product, as all applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules in relation to the First Bank of Jiangsu RMB Structured Deposit Product, the Second Bank of Jiangsu RMB Structured Deposit Product and the Third Bank of Jiangsu RMB Structured Deposit Product, either on a standalone basis or on a combined basis, are less than 5%, the subscription of the First Bank of Jiangsu RMB Structured Deposit Product, the Second Bank of Jiangsu RMB Structured Deposit Product and the Third Bank of Jiangsu RMB Structured Deposit Product and does not constitute a discloseable transaction under Chapter 14 of the Listing Rules.

However, following the subscription of the Fourth Bank of Jiangsu RMB Structured Deposit Product, as the highest applicable percentage ratios calculated on an aggregate basis pursuant to Rule 14.07 of the Listing Rules in relation to the subscription of the Bank of Jiangsu RMB Structured Deposit Products exceeds 5% but is below 25%, the subscription of the Bank of Jiangsu RMB Structured Deposit Products will constitute a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is therefore subject to the notification and announcement requirements set out under Rule 14.34 of the Listing Rules.

SUBSCRIPTION OF FURTHER FINANCIAL PRODUCTS

The Board wishes to announce that on 22 May 2025 (after trading hours), a member of the Group subscribed for the Bank of Jiangsu RMB Structured Deposit Products, and the aggregate of the outstanding investment amount of the Bank of Jiangsu RMB Structured Deposit Products amounted to RMB440,000,000 as at the date of this announcement.

A summary of the Bank of Jiangsu RMB Structured Deposit Products is set out below:

(C) Bank of Jiangsu RMB Structured Deposit Product

Date of agreement	:	21 November 2024
Parties	:	(1) <u>JOINN Laboratories (Suzhou)</u> (2) Bank of Jiangsu
Product	:	A principal-guaranteed floating-income RMB structured deposit plan with a principal investment amount of RMB150,000,000
Expected annual rate of return	:	0.1% – 2.45%
Interest commencement date	:	22 November 2024
Maturity date	:	22 May 2025
Expected interest/annual interest to be received on maturity date	:	Approximately RMB74,000 – RMB1,822,000

(..)

(c) Bank of Jiangsu RMB Structured Deposit Products

Date of agreement	:	<u>22 May 2025</u>
Parties	:	(1) <u>JOINN Laboratories (Suzhou)</u> (2) Bank of Jiangsu
Product	:	A principal-guaranteed floating-income RMB structured deposit plan with a principal investment amount of <u>RMB30,000,000</u>
Expected annual rate of return	:	<u>1.50% or 2.45%</u>
Interest commencement date	:	<u>23 May 2025</u>
Maturity date	:	<u>23 November 2025</u>
Expected interest/annual interest to be received on maturity date	:	Approximately <u>RMB227,000 or RMB371,000</u>

CURRENT STATUS

As at the date of this announcement, the Directors confirm that (i) except for the Bank of Jiangsu RMB Structured Deposit Products that remain outstanding, all the other financial products subscribed for from Bank of Jiangsu have been redeemed in full in accordance with the respective terms; (ii) the Group believes that reasonable interests in connection with the subscription of each of the Bank of Jiangsu RMB Structured Deposit Products would be gained; and (iii) the subscription of the Bank of Jiangsu RMB Structured Deposit Products would not cause any adverse impact on the financial position of the Group.

REASONS FOR AND BENEFITS OF SUBSCRIPTION OF FINANCIAL PRODUCTS

As at the date of this announcement, the Group expects to gain interest on the financial products (the interest of which will be recorded on the respective maturity date). Further, the financial products were funded by the surplus cash balances of the Group and are highly liquid, therefore the investment in the financial products would not affect the working capital or operations of the Group. As such, the Directors are of the view that the terms of the financial products are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

Prior to the subscription of the Fourth Bank of Jiangsu RMB Structured Deposit Product, as all applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules in relation to the First Bank of Jiangsu RMB Structured Deposit Product, the Second Bank of Jiangsu RMB Structured Deposit Product and the Third Bank of Jiangsu RMB Structured Deposit Product, either on a standalone basis or on a combined basis, are less than 5%, the subscription of the First Bank of Jiangsu RMB Structured Deposit Product, the Second Bank of Jiangsu RMB Structured Deposit Product and the Third Bank of Jiangsu RMB Structured Deposit Product does not constitute a discloseable transaction under the Listing Rules.

However, following the subscription of the Fourth Bank of Jiangsu RMB Structured Deposit Product, as the highest applicable percentage ratios calculated on an aggregate basis pursuant to Rule 14.07 of the Listing Rules in relation to the subscription of the Bank of Jiangsu RMB Structured Deposit Products exceeds 5% but is below 25%, the subscription of the Bank of Jiangsu RMB Structured Deposit Products will constitute a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is therefore subject to the notification and announcement requirements set out under Rule 14.34 of the Listing Rules.

INFORMATION OF PARTIES INVOLVED IN THE SUBSCRIPTION OF FINANCIAL PRODUCTS

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The Group is a leading non-clinical CRO focused on drug safety assessment. The Group is also in the process of expanding the offerings to an integrated range of services covering discovery, non-clinical and clinical trial stages in the drug R&D service chain. The Group's non-clinical studies refer to pharmaceutical R&D studies other than clinical trials conducted on human subjects. Such non-clinical studies encompass all major stages of the pharmaceutical R&D process, including discovery, non-clinical and clinical trial stages.

JOINN Management Technology is a wholly-owned subsidiary of the Company and is principally engaged in investment management, etc.

JOINN Laboratories (Suzhou) is a wholly-owned subsidiary of JOINN Management Technology and is principally engaged in non-clinical studies services of drugs.

Part 8

According to public information, Bank of Jiangsu commenced its business on 24 January 2007 and is one of the 20 systemically important banks in the PRC with its headquarters located in Nanjing, Jiangsu.

Bank of Jiangsu is a company listed on the main board of the Shanghai Stock Exchange (stock code: 600919).

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries and based on the public information available to the Company, Bank of Jiangsu and its ultimate beneficial owner are third parties independent of the Company and its connected persons.

DEFINITIONS

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

“Board”	the board of Directors of the Company
“Bank of Jiangsu RMB Structured Deposit Products”	collectively, the First Bank of Jiangsu RMB Structured Deposit Product, the Second Bank of Jiangsu RMB Structured Deposit Product, the Third Bank of Jiangsu RMB Structured Deposit Product and the Fourth Bank of Jiangsu RMB Structured Deposit Product
“Bank of Jiangsu”	Bank of Jiangsu Co. Ltd. (江蘇銀行股份有限公司)
“Company”	JOINN Laboratories (China) Co., Ltd. (北京昭衍新藥研究中心股份有限公司), a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed on the Main Board of the Hong Kong Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“First Bank of Jiangsu RMB Structured Deposit Product”	a principal-guaranteed floating-income RMB structured deposit plan with a principal investment amount of RMB150,000,000 dated 21 November 2024 entered into between <u>JOINN Laboratories (Suzhou)</u> and Bank of Jiangsu
“Fourth Bank of Jiangsu RMB Structured Deposit Product”	a principal-guaranteed floating-income RMB structured deposit plan with a principal investment amount of RMB30,000,000 dated <u>22 May 2025</u> entered into between <u>JOINN Laboratories (Suzhou)</u> and Bank of Jiangsu

“Group”	the Company and its subsidiaries
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“JOINN Laboratories (Suzhou)”	<u>JOINN Laboratories (Suzhou) Co., Ltd. (昭衍(蘇州)新藥研究中心有限公司)</u>
“JOINN Management Technology”	Beijing JOINN Management Technology Co., Ltd. (北京昭衍管理科技有限公司)
“Listing Rules”	the Rules Governing the Listing of Securities on the Main Board of the Stock Exchange
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Second Bank of Jiangsu RMB Structured Deposit Product”	a principal-guaranteed floating-income RMB structured deposit plan with a principal investment amount of RMB60,000,000 dated 26 December 2024 entered into between JOINN Management Technology and Bank of Jiangsu
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Third Bank of Jiangsu RMB Structured Deposit Product”	a principal-guaranteed floating-income RMB structured deposit plan with a principal investment amount of RMB200,000,000 dated 25 February 2025 entered into between JOINN Management Technology and Bank of Jiangsu
“%”	per cent.

By order of the Board
JOINN Laboratories (Suzhou) Co., Ltd.
 Fu Yizha
 Chairman

Beijing, 22 May 2025

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