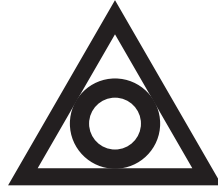


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SINO BIOPHARMACEUTICAL LIMITED
中國生物製藥有限公司

(Incorporated in the Cayman Islands with limited liability)

Website: www.sbpgroup.com

(Stock code: 1177)

COMPLETION OF SHARE TRANSACTION
ACQUISITION OF 100% EQUITY INTEREST IN HYGIEIA
INVOLVING THE ISSUE OF CONSIDERATION SHARES
UNDER GENERAL MANDATE

Reference is made to the announcement (the “**Announcement**”) of Sino Biopharmaceutical Limited (the “**Company**”) dated 13 January 2026 in relation to the share transaction acquisition of 100% equity interest in Hygieia involving the issue of consideration shares under general mandate. Unless otherwise defined, capitalised terms used in this announcement have the same meanings as defined in the Announcement.

COMPLETION OF THE ACQUISITION

The Board is pleased to announce that, all of the conditions precedent under the Sale and Purchase Agreement have been fulfilled and the Completion took place on 30 March 2026. Following Completion, Hygieia has become an indirect wholly-owned subsidiary of the Company and the financial results of the Hygieia will be consolidated in the Group’s financial statements.

FURTHER INFORMATION ON THE ACQUISITION

Consideration payable to Founding Shareholders

As disclosed in the Announcement, the remaining 50% of the Base Consideration attributable to the Founding Shareholders shall be payable in Consideration Shares or in cash value of the Shares and settled in two instalments on 29 April 2028 and 29 April 2029.

This arrangement serves two purposes:

- (1) The Company considers the continued performance and contributions of the Founders and the key employees to be essential to the ongoing business operations and long-term development of Hygieia.

If the Founders and the key employees cease to serve in the Hygieia Group or the relevant entities, the Company believes that the development of Hygieia to the Group may be materially affected. In such circumstances, the Company considers it appropriate and fair that no further payment will be made in respect of the 50% of the Base Consideration attributable to the Founding Shareholders. It encourages their continued support and serve as relevant member of the Hygieia Group or the Purchaser's entities.

- (2) As disclosed in the Announcement, the Consideration Shares shall be allotted and issued to Founding Shareholder 1 (or cash value of the Consideration Shares (if applicable)), and the cash value of the Shares payable to the Founding Shareholder 2 will be calculated based on a mechanism as if the Purchaser were issuing Consideration Shares directly to them. This arrangement aligns the interests of the Founding Shareholders and the Group. This can incentivize and reward the Founding Shareholders for their ongoing contributions to the success of Hygieia, which in turn generate revenue and value for the Group.

The Base Consideration payable to Founding Shareholder 2 shall be allocated to the key employees (including Founder 2) of the Hygieia Group. If any key employee fails to continue to serve in the relevant member of the Hygieia Group or the Purchaser's entities up to the Second Instalment payment date and the date of settlement of the remaining Base Consideration, the Purchaser will not pay such key employee's portion of the Base Consideration payable to Founding Shareholder 2.

Exchange rate adopted

The number of Consideration Shares to be issued by the Company under the General Mandate in relation to the Acquisition was calculated based on the exchange rate of HK\$1 to RMB0.89959, being the central parity rate published by the People's Bank of China for the conversion of HK\$ to RMB on 12 January 2026, being the day before the date of the Sale and Purchase Agreement.

Consideration payable to the Vendors

The Base Consideration attributable to each Vendor was determined among the Vendors, taking into account the timing of capital contributions in Hygieia by the respective Vendors.

As disclosed in the Announcement, if there is a Leakage and such Leakage has not been fully compensated by the relevant Vendor prior to the second instalment settlement, such amount of Leakage will be deducted. If the Leakage is caused by a single Vendor, the Vendor involved in the Leakage shall bear the full amount of the Leakage. If the Leakage is caused by multiple Vendors, each Vendor involved in the Leakage shall be responsible for the amount of the Leakage multiplied by a percentage (the numerator being the shareholding percentage of the Vendor involved in the Leakage, and the denominator being the sum of the shareholding percentages in Hygieia of all the Vendors involved in the Leakage).

Basis of the Consideration

As disclosed in the Announcement, when determining the consideration for the Acquisition, reference was made to the price-to-research (P/R) of suitable comparable companies which are listed. The comparable companies are global small interfering ribonucleic acids (siRNAs) innovative drug companies.

Using listed companies as valuation comparables is a standard and widely accepted practice, for the following reasons: (i) listed companies regularly disclose financial and operational information, enabling meaningful comparisons of valuation multiples, whereas private pharmaceutical R&D companies typically lack publicly available data; (ii) valuations of listed companies reflect real-time investor sentiment, risk premiums and industry expectations, providing an observable and credible market-based benchmark when private transaction data is unavailable or inconsistent; (iii) the comparable companies are publicly traded and operate in the same or highly similar sectors as Hygieia; and (iv) the Company has applied conservative, lower-end multiples adjusted for the private nature of Hygieia, including factors such as illiquidity, limited scale, and restricted investor access. Such approach aligns with established valuation norms and supports a fair and objective assessment of Hygieia's value in the absence of direct private company comparables.

The Company has identified an exhaustive list of 11 comparable companies from publicly available sources as set out in the table below:

Company (stock code/ticker)	Market capitalisation <i>(USD million)</i>	R&D expenses in 2024 <i>(USD million)</i>	P/R ratio
Alnylam Pharmaceuticals, Inc. (Nasdaq: ALNY)	52,880	1,130	46.9
Ionis Pharmaceuticals, Inc. (Nasdaq: IONS)	12,890	900	14.3
Avidity Biosciences, Inc. (Nasdaq: RNA)	10,900	300	35.9
Arrowhead Pharmaceuticals, Inc. (Nasdaq: ARWR)	9,260	510	18.3
Abivax Société Anonyme (Nasdaq: ABVX)	8,620	150	56.2
Dyne Therapeutics, Inc. (Nasdaq: DYN)	3,210	280	11.4
Wave Life Sciences Ltd. (Nasdaq: WVE)	2,810	160	17.6
Sarepta Therapeutics, Inc. (Nasdaq: SRPT)	2,200	800	2.7
Stoke Therapeutics, Inc. (Nasdaq: STOK)	1,830	90	20.5
Arbutus Biopharma Corporation (Nasdaq: ABUS)	850	50	15.8
Sirnaomics Ltd. (HKEx: 2257)	110	20	5.5
Mean			22.3

Note: Information compiled from the audited financial statements for the year ended 31 December 2024 published by the comparable companies.

The wide ranges of P/R ratios among the comparable companies reflect that (i) the likelihood of obtaining regulatory approval for the products, where companies with products in later-stage clinical trials are generally with higher P/R ratios. Companies that have encountered clinical trial failures or adverse events tend to have lower P/R ratios whereas companies that have reported positive clinical trial results tend to have higher P/R ratios; (ii) the commercial outlook for the products, where companies developing drugs for cardiovascular and metabolic diseases are generally viewed as having stronger commercial potential and thus higher P/R ratios compared to those focused on rare diseases and oncology indications; and (iii) the influence of geographic listings and investor sentiment, where the listed companies in the United States tend to attract valuation premiums due to a more established growth investor base. The above factors collectively account for the observed dispersion in valuation, with P/R ratios ranging from 2.7 to 56.2 times.

As siRNAs innovative drug industry is relatively new, with varying development stages and risks, resulting in certain differences that are difficult to quantify. Therefore, the Company has adopted all publicly listed siRNAs innovative drug companies of which the information was searchable from open sources at the time when selecting comparable companies, without any elimination.

Based on the audited R&D expenses of Hygieia for the year ended 31 December 2024 of approximately RMB64 million, the consideration for the Acquisition of RMB1,200,000,000 implies a P/R ratio of 18.75 times. Given that the Company has considered risk considerations stated above, the Company adopted a lower end of the range of P/R ratios of the comparable companies with a mean P/R ratio of 22.3 times.

By order of the Board
Sino Biopharmaceutical Limited
Tse, Theresa Y Y
Chairwoman

Hong Kong, 30 March 2026

As at the date of this announcement, the Board of the Company comprises six executive directors, namely Ms. Tse, Theresa Y Y, Mr. Tse Ping, Ms. Cheng Cheung Ling, Mr. Tse, Eric S Y, Mr. Tse Hsin, and Mr. Tian Zhoushan, and five independent non-executive directors, namely Mr. Lu Zhengfei, Mr. Li Dakui, Ms. Lu Hong, Mr. Zhang Lu Fu and Dr. Li Kwok Tung Donald.