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**LUYE PHARMA GROUP LTD.**

**绿叶制药集团有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 02186)**

## **OVERSEAS REGULATORY ANNOUNCEMENT**

This overseas regulatory announcement is issued pursuant to Rule 13.10B of the Listing Rules.

Reference is made to the announcements (the “**Announcements**”) of Luye Pharma Group Ltd. (the “**Company**”) dated 23 October 2024, 28 October 2024 and 30 October 2024 in relation to, among other things, the issue by the Company of US\$100,000,000 5.85 per cent. convertible bonds due 2025 (the “**Tranche A Bonds**”). Unless the context requires otherwise, capitalised terms used herein have the same meanings as those defined in the Announcements.

Please refer to the attached announcement dated 1 August 2025 in relation to the conversion of the Tranche A Bonds in the principal amount of US\$10,000,000 at the conversion price of HK\$3.672 per Share, which was published on the website of Singapore Exchange Securities Trading Limited on 1 August 2025.

The posting of the attached announcement with this announcement on the website of Hong Kong Exchanges and Clearing Limited and on the Company’s website is only for the purpose of facilitating equal dissemination of information to investors in Hong Kong and compliance with Rule 13.10B of the Listing Rules, and not for any other purposes.

The attached announcement must not be regarded as an inducement to subscribe for or purchase any securities of the Company, and no such inducement is intended.

By order of the Board  
**LUYE PHARMA GROUP LTD.**

**Liu Dian Bo**

*Chairman*

Hong Kong, 1 August 2025

*As at the date of this announcement, the executive directors of the Company are Mr. LIU Dian Bo, Mr. YANG Rong Bing, Mr. YUAN Hui Xian and Ms. ZHU Yuan Yuan; the non-executive directors of the Company are Mr. SONG Rui Lin and Mr. HUANG Liming; and the independent non-executive directors of the Company are Mr. ZHANG Hua Qiao, Professor LO Yuk Lam, Mr. LEUNG Man Kit, Mr. CHOY Sze Chung Jojo and Ms. XIA Lian.*

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**CONVERSION OF CONVERTIBLE BONDS**

References are made to the announcements (the “**Announcements**”) of Luye Pharma Group Ltd. (the “**Company**”) dated 23 October 2024, 28 October 2024 and 30 October 2024 which were published on the website of The Stock Exchange of Hong Kong Limited in relation to, among other things, the issue by the Company of US\$100,000,000 5.85 per cent. convertible bonds due 2025 (the “**Tranche A Bonds**”). Unless the context requires otherwise, capitalised terms used herein have the same meanings as those defined in the Announcements.

On 31 July 2025, the Company received a conversion notice from a holder of the Tranche A Bonds (the “**Bondholder**”) in relation to the exercise of the conversion rights attached to the Tranche A Bonds, to convert the Tranche A Bonds in the principal amount of US\$10,000,000 at the conversion price of HK\$3.672 per Share (the “**Conversion**”). Accordingly, 21,167,755 Shares, representing approximately 0.563 per cent. of the issued share capital of the Company immediately before the Conversion and approximately 0.560 per cent. of the issued share capital of the Company immediately after the Conversion (the “**Conversion Shares**”), were allotted to the Bondholder on 1 August 2025 pursuant to the terms and conditions of the Tranche A Bonds. The Conversion Shares rank *pari passu* and carry the same rights and privileges in all respects among themselves and with all other existing Shares in issue.

Immediately before the Conversion, there were in total an aggregate number of 3,761,670,643 Shares and the outstanding principal amount of the Tranche A Bonds was US\$100,000,000. Immediately after the Conversion, there are in total an aggregate number of 3,782,838,398 Shares and the outstanding principal amount of the Tranche A Bonds is US\$90,000,000.

By order of the Board  
**LUYE PHARMA GROUP LTD.**  
**Liu Dian Bo**  
*Chairman*

1 August 2025