APPENDIX 5

FORMS RELATING TO LISTING

FORM F

GEM

COMPANY INFORMATION SHEET

Case Number: ____________________

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

Company name: China Regenerative Medicine International Limited

Stock code (ordinary shares): 8158

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on GEM of The Stock Exchange of Hong Kong Limited (the “Exchange”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). They will be displayed at the GEM website on the internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 9 July 2020

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 18 July 2001

Name of Sponsor(s): None

Names of directors:

Executive directors
Mr. Wang Chuang
Mr. Qiu Bin

Non-executive directors
Mr. Wu Weiliang
Mr. Tsang Ho Yin

Independent non-executive directors
Dr. Fang Jun
Ms. Huo Chunyu
Ms. Yang Ying
B. Business activities

(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)

The Group is principally engaged in research and development of bio-medical and healthcare products, and medical techniques; the provision of the production and sales of tissue engineering products and its related derivatives; as well as sales and distribution of medical products and equipment.

C. Ordinary shares

Number of ordinary shares in issue: 1,579,289,500
Par value of ordinary shares in issue: HK$0.20 per share
Board lot size (in number of shares): 5,000 shares per lot size
Name of other stock exchange(s) on which ordinary shares are also listed: Not applicable
D. Warrants

Stock code: Not applicable
Board lot size: Not applicable
Expire date: Not applicable
Exercise price: Not applicable
Conversion ratio: Not applicable
(Not applicable if the warrant is denominated in dollar value of conversion right)

No. of warrants outstanding: Not applicable
No. of shares falling to be issued upon the exercise of outstanding warrants:

E. Other securities

Details of any other securities in issue.
(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).

(A) Reference is made to the announcement of the Company dated 16 September 2015 regarding the option grant (the “2015 Grant”). Further information of the Options are as follows:-

Date of Grant: 16 September 2015
Option Period: 16 September 2015 - 15 September 2025 (both days inclusive)
Adjusted Exercise Price: HK$9.00 per share
No. of new shares which may be issued upon the exercise of Options under the 2015 Grant as at the date hereof: 3,359,900 ordinary shares of the Company

(B) Reference is made to the announcement of the Company dated 16 September 2015 regarding the option grant (the “2016 Grant”). Further information of the Options are as follows:-

Date of Grant: 9 September 2016
Option Period: 9 September 2016 - 8 September 2025 (both days inclusive)
Adjusted Exercise Price: HK$5.82 per share
No. of new shares which may be issued upon the exercise of Options under the 2016 Grant as at the date hereof: 5,142,100 ordinary shares of the Company

(C) Reference is made to the announcement of the Company dated 21 April 2020, convertible bonds in an aggregate principal amount of HK$120 million were issued to All Favour Holdings Limited on 21 April 2020, which is convertible into 600,000,000 shares of the Company upon full conversion of the convertible bonds based on the initial conversion price of HK$0.20 per conversion share.

The Company received a conversion notice from All Favour Holdings Limited for the exercise of conversion rights attached in respect of the principal amount of HK$40,000,000. Pursuant to the Conversion Price of HK$0.2 per Conversion Share, a total number of 200,000,000 Conversion Shares have been issued to the Subscriber on 22 May 2020. As a result, the outstanding balance of number of shares convertible under convertible bonds was 400,000,000.

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

Not applicable
Responsibility statement

The directors of the Company (the “Directors”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (“the Information”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

Wang Chuang  Qiu Bin
Wu Weiliang  Tsang Ho Yin
Fang Jun  Huo Chunyu
Yang Ying

NOTES

(1) This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.

(2) Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

(3) Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.