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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**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 licensed securities dealer, a bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in **AIM Vaccine Co., Ltd.**, you should at once hand this circular and the enclosed form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**AIM Vaccine Co., Ltd.**  
**艾美疫苗股份有限公司**

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

**(Stock Code: 06660)**

**PROPOSED AMENDMENTS TO THE  
ARTICLES OF ASSOCIATION  
AND  
NOTICE OF THE 2024 FIRST EXTRAORDINARY  
GENERAL MEETING**

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AIM Vaccine Co., Ltd. will convene the EGM at 10/F, South Building, Gangwu Building, No. 1 Fenghe Road, Pudong New District, Shanghai, the PRC at 10:00 a.m. on February 29, 2024. The notice of the EGM is set out on pages 14 to 15 of this circular. The form of proxy for use at the EGM is also enclosed herein. Such form of proxy is also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<https://www.aimbio.com>).

Holders of H Shares who intend to appoint a proxy to attend the EGM shall complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the H Share Registrar of the Company, Tricor Investor Services Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 10:00 a.m. on February 28, 2024) or any adjourned meeting thereof (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM or any adjourned meeting thereof if they so wish.

References to dates and time in this circular are to Hong Kong dates and time.

February 9, 2024

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## DEFINITIONS

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*In this circular, the following expressions have the following meanings unless defined otherwise:*

“Articles of Association”	the articles of association of the Company
“Board”	the board of Directors of the Company
“China” or “PRC”	the People’s Republic of China, for the purpose of this circular and for geographical reference only and except where the context requires, references to “China” and the “PRC” in this circular do not include Hong Kong, the Macao Special Administrative Region of the PRC or Taiwan
“Company”	AIM Vaccine Co., Ltd. (艾美疫苗股份有限公司), a joint stock company incorporated in the PRC with limited liability on November 9, 2011, the H Shares of which are listed on the Main Board of the Stock Exchange (stock code: 06660)
“Director(s)”	the director(s) of the Company
“EGM”	the 2024 first extraordinary general meeting of the Company to be held at 10:00 a.m. on February 29, 2024
“H Share(s)”	overseas listed foreign share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is(are) listed on the Stock Exchange
“H Share Registrar”	Tricor Investor Services Limited
“H Shareholder(s)”	holder(s) of H Shares
“HK\$” or “Hong Kong Dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	February 6, 2024, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time

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## DEFINITIONS

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“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Share(s)”	share(s) in the share capital of the Company with a nominal value of RMB1.00 each, comprising Domestic Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

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## LETTER FROM THE BOARD

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### AIM Vaccine Co., Ltd. 艾美疫苗股份有限公司

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

**(Stock Code: 06660)**

*Executive Directors*

Yan ZHOU (周延) *(chairman of the Board  
and chief executive officer)*

Wen GUAN (關文) *(executive president)*

Shaojun JIA (賈紹君) *(executive president  
and chief operating officer)*

*Non-Executive Directors*

Jie ZHOU (周杰)

Xin ZHOU (周欣)

Jichen ZHAO (趙繼臣)

Aijun WANG (王愛軍)

*Independent Non-Executive Directors*

Ker Wei PEI

Xiaoguang GUO (郭曉光)

Hui OUYANG (歐陽輝)

Jie WEN (文潔)

*Headquarters in the PRC*

25/F, Building A

91 Jianguo Road

Chaoyang, Beijing

PRC

*Registered Office in the PRC*

Room 412, 4/F

Building 6, No. 105 Jinghai 3rd Road

Beijing Economic-Technological Development Area

Beijing

PRC

*Principal Place of Business*

*in Hong Kong*

5/F, Manulife Place

348 Kwun Tong Road

Kowloon

Hong Kong

*To the Shareholders*

Dear Sir or Madam,

**PROPOSED AMENDMENTS TO THE  
ARTICLES OF ASSOCIATION  
AND  
NOTICE OF THE 2024 FIRST EXTRAORDINARY  
GENERAL MEETING**

#### **I. INTRODUCTION**

Reference is made to the announcement of the Company dated February 8, 2024 in relation to, among others, the proposed amendments to the Articles of Association. The purpose of this circular is to provide you with the notice of the EGM and information in respect of the resolution to be proposed at the EGM to be held on February 29, 2024, so as to enable you to make an informed decision as to whether to vote in favour of or against such resolution at the EGM.

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## LETTER FROM THE BOARD

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At the EGM, a special resolution will be proposed to consider and approve the proposed amendments to the Articles of Association as set out in the Appendix to this circular.

In order to enable you to have a better understanding of the resolution to be proposed at the EGM and to make an informed decision in the circumstances where sufficient and necessary information are available, we have provided detailed information in this circular to the Shareholders.

### II. MATTER TO BE CONSIDERED AT THE EGM

The Board is pleased to announce that Mr. Xin ZHOU (currently a non-executive Director) has been elected as the executive vice-chairman of the Board and Mr. Wen GUAN (currently an executive Director and an executive president of the Company) has been elected as the vice-chairman of the Board, each effective from the date of passing of a special resolution at the EGM approving the proposed amendments to the Articles of Association to set up the positions of executive vice-chairman and vice-chairman in the Board. Accordingly, the Board has proposed to amend certain articles of the Articles of Association (the “**Proposed Amendments**”) to adjust the provisions in respect of, among others, the composition of the Board.

Details of the Proposed Amendments are set out in the Appendix to this circular. Save as disclosed in the Appendix to this circular, the contents of the other articles of the Articles of Association remain unchanged.

The Proposed Amendments are subject to the passing of a special resolution by the Shareholders at the EGM and will become effective upon the approval by the Shareholders at the EGM.

The Company has received a written confirmation from its Hong Kong legal advisers, confirming that the Proposed Amendments conform with the requirements of the Listing Rules. The Company has also received a written confirmation from its PRC legal advisers, confirming that the Proposed Amendments conform with the laws of the PRC. The Company confirms that there is nothing unusual about the Proposed Amendments for a company listed in Hong Kong.

### III. THE EGM

The EGM will be held at 10:00 a.m. on February 29, 2024 at 10/F, South Building, Gangwu Building, No. 1 Fenghe Road, Pudong New District, Shanghai, the PRC by the Company. Notice convening the EGM is set out on pages 14 to 15 of this circular and published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<https://www.aimbio.com>).

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## LETTER FROM THE BOARD

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### **IV. CLOSURE OF REGISTER OF MEMBERS OF H SHARES**

In order to determine the Shareholders who are entitled to attend the EGM, the register of members of H Shares of the Company will be closed from February 26, 2024 to February 29, 2024, both days inclusive, during which period no transfer of H Shares will be registered. To be eligible to attend and vote at the EGM, unregistered Shareholders shall ensure all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on February 23, 2024 for registration.

### **V. PROXY ARRANGEMENT**

The form of proxy of the EGM is enclosed and published on the websites of the Stock Exchange and the Company.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. For holders of H Shares, the form of proxy should be returned to the Company's H Share Registrar, Tricor Investor Services Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 10:00 a.m. on February 28, 2024) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any adjourned meeting should you so wish.

### **VI. RESPONSIBILITY STATEMENT**

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

### **VII. VOTING BY POLL**

In accordance with Rule 13.39(4) of the Listing Rules and the Articles of Association, any vote of Shareholders at the general meeting must be taken by poll except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company shall publish the poll results announcement in the manner prescribed under Rule 13.39(5) of the Listing Rules. Accordingly, the chairman of the EGM will exercise his or her power under the Articles of Association to demand a poll in relation to the proposed resolution at the EGM.

None of the Shareholders are required to abstain from voting on the proposed resolution at the EGM.

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## LETTER FROM THE BOARD

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### VIII. RECOMMENDATION

The Board considers that the resolution in relation to the Proposed Amendments to be proposed at the EGM is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favor of the proposed resolution at the EGM.

By order of the Board  
**AIM Vaccine Co., Ltd.**  
**Mr. Yan ZHOU**  
*Chairman of the Board,*  
*executive Director and chief executive officer*

Hong Kong, February 9, 2024



Details of the Proposed Amendments are as follows (shown with strikethrough to denote text to be deleted and underline to denote text to be added):

Existing Provisions	Amended Provisions
<p><b>Article 10</b> The senior management members referred to in the Articles of Association represent the general manager (chief executive officer (CEO)/president, deputy general manager (executive president), finance manager (CFO), secretary of the Board of Directors of the Company and other personnel designated by the Board of Directors.</p>	<p><b>Article 10</b> The senior management members referred to in the Articles of Association represent the general manager (chief executive officer (CEO)/president, <u>co-president,</u> <u>deputy</u> general manager (executive president), finance manager (CFO), secretary of the Board of Directors of the Company and other personnel designated by the Board of Directors.</p>
<p><b>Article 71</b> The shareholders' general meeting shall be convened by the Board and presided over by the chairman of the Board. Where the chairman cannot or fails to perform his/her duties, half of the directors or more shall jointly recommend one director to preside over the meeting. If no presider of the meeting is appointed, a person may be elected at the shareholders' general meeting to act as the presider of the meeting. If the shareholders are unable to elect a presider of the meeting for any reason, the shareholder present who holds the greatest number of voting shares (including proxy thereof other than Hong Kong Securities Clearing Company Limited) shall preside over the meeting.</p> <p>A shareholders' general meeting convened by the Supervisory Committee itself shall be presided over by the chairman of the Supervisory Committee. If the chairman of the Supervisory Committee is unable or fails to perform his/her duties, one supervisor shall be elected jointly by half or more of the supervisors to preside over the meeting.</p>	<p><b>Article 71</b> The shareholders' general meeting shall be convened by the Board and presided over by the chairman of the Board. Where the chairman cannot or fails to perform his/her duties, <u>the executive vice chairman of the Board of Directors shall perform the duties on his/her behalf. Where the executive vice chairman of the Board of Directors cannot or fails to perform his/her duties, the vice chairman of the Board of Directors shall perform the duties on his/her behalf. Where the vice chairman of the Board of Directors cannot or fails to perform his/her duties,</u> half of the directors or more shall jointly recommend one director to preside over the meeting. If no presider of the meeting is appointed, a person may be elected at the shareholders' general meeting to act as the presider of the meeting. If the shareholders are unable to elect a presider of the meeting for any reason, the shareholder present who holds the greatest number of voting shares (including proxy thereof other than Hong Kong Securities Clearing Company Limited) shall preside over the meeting.</p>

Existing Provisions	Amended Provisions
<p>The shareholders’ general meeting convened by shareholder(s) itself/themselves shall be presided over by a representative elected by the convener.</p> <p>When a shareholders’ general meeting is held and the presider violates the Rules of Procedure in a way that makes it difficult for the shareholders’ general meeting to continue, a person may be elected at the shareholders’ general meeting to act as the presider of the meeting so as to carry on with the meeting, subject to the approval of more than one half of the attending shareholders with voting rights.</p>	<p>A shareholders’ general meeting convened by the Supervisory Committee itself shall be presided over by the chairman of the Supervisory Committee. If the chairman of the Supervisory Committee is unable or fails to perform his/her duties, one supervisor shall be elected jointly by half or more of the supervisors to preside over the meeting.</p> <p>The shareholders’ general meeting convened by shareholder(s) itself/themselves shall be presided over by a representative elected by the convener.</p> <p>When a shareholders’ general meeting is held and the presider violates the Rules of Procedure in a way that makes it difficult for the shareholders’ general meeting to continue, a person may be elected at the shareholders’ general meeting to act as the presider of the meeting so as to carry on with the meeting, subject to the approval of more than one half of the attending shareholders with voting rights.</p>
<p><b>Article 107</b> The Board of Directors shall consist of 11 directors, with one chairman (being the chairman of the Board of Directors). At all times, the Board of Directors shall have more than one third independent directors, and the total number of independent directors shall not be less than four. At least one independent director shall have appropriate professional qualifications in line with regulatory requirements or be equipped with appropriate accounting or relevant financial management expertise.</p>	<p><b>Article 107</b> The Board of Directors shall consist of 11 directors, with one chairman (being the chairman of the Board of Directors), <u>one executive vice chairman (being the executive vice chairman of the Board of Directors)</u> and <u>one vice chairman (being the vice chairman of the Board of Directors)</u>. At all times, the Board of Directors shall have more than one third independent directors, and the total number of independent directors shall not be less than four. At least one independent director shall have appropriate professional qualifications in line with regulatory requirements or be equipped with appropriate accounting or relevant financial management expertise.</p>

Existing Provisions	Amended Provisions
<p><b>Article 108</b> The Board of Directors is responsible to the shareholders' general meeting and exercises the following functions and powers:</p> <p>(I) to convene the shareholders' general meeting and report on work to the shareholders' general meeting;</p> <p>(II) to implement the resolutions of the shareholders' general meeting;</p> <p>(III) to determine the business and investment plans of the Company;</p> <p>(IV) to devise the annual financial budget and closing account plans of the Company;</p> <p>(V) to devise the profit distribution plans and loss recovery plans of the Company;</p> <p>(VI) to formulate the plans for increasing or decreasing the Company's registered capital, the issuance of bonds or other securities, as well as the listing of the Company;</p> <p>(VII) to formulate plans for major acquisitions of the Company, the buy-back of shares of the Company, or merger, division, dissolution and change of the form of the Company;</p> <p>(VIII) to determine such matters as the Company's external investment, purchase or sale of assets, asset pledge, external guarantee, entrusting wealth management, connected transaction and external financing within the scope authorized by the shareholders' general meeting;</p> <p>(IX) to determine such matters as investment, purchase or sale of assets, financing and connected transaction which shall be determined by the Board of Directors pursuant to the listing rules of the stock exchange where the Company's shares are listed;</p>	<p><b>Article 108</b> The Board of Directors is responsible to the shareholders' general meeting and exercises the following functions and powers:</p> <p>(I) to convene the shareholders' general meeting and report on work to the shareholders' general meeting;</p> <p>(II) to implement the resolutions of the shareholders' general meeting;</p> <p>(III) to determine the business and investment plans of the Company;</p> <p>(IV) to devise the annual financial budget and closing account plans of the Company;</p> <p>(V) to devise the profit distribution plans and loss recovery plans of the Company;</p> <p>(VI) to formulate the plans for increasing or decreasing the Company's registered capital, the issuance of bonds or other securities, as well as the listing of the Company;</p> <p>(VII) to formulate plans for major acquisitions of the Company, the buy-back of shares of the Company, or merger, division, dissolution and change of the form of the Company;</p> <p>(VIII) to determine such matters as the Company's external investment, purchase or sale of assets, asset pledge, external guarantee, entrusting wealth management, connected transaction and external financing within the scope authorized by the shareholders' general meeting;</p> <p>(IX) to determine such matters as investment, purchase or sale of assets, financing and connected transaction which shall be determined by the Board of Directors pursuant to the listing rules of the stock exchange where the Company's shares are listed;</p>

Existing Provisions	Amended Provisions
<p>(X) to decide on the setup of the Company’s internal management organization;</p> <p>(XI) to appoint or dismiss the general manager (CEO/president) of the Company, the secretary of the Board of Directors; based on the nomination of the general manager (CEO/president), to appoint or dismiss senior management members of the Company such as deputy general manager (executive president) and finance manager (CFO) and determine their remunerations and rewards and punishments;</p> <p>(XII) to set the basic management systems of the Company;</p> <p>(XIII) to make the modification plan to the Articles of Association;</p> <p>(XIV) to propose the appointment or replacement of the accounting firm that performs audits for the Company at the shareholders’ general meeting;</p> <p>(XV) to attend to the work report of the Company’s general manager (CEO/president) and review the work of the general manager (CEO/president);</p> <p>(XVI) to manage the disclosure of company information;</p> <p>(XVII) other powers and duties authorized by the laws, administrative regulations, departmental rules, regulatory rules of the place where the Company’s shares are listed or the Articles of Association.</p>	<p>(X) to decide on the setup of the Company’s internal management organization;</p> <p>(XI) to appoint or dismiss the general manager (CEO/president) <u>and co-president</u> of the Company, the secretary of the Board of Directors; based on the nomination of the general manager (CEO/president), to appoint or dismiss senior management members of the Company such as deputy general manager (executive president) and finance manager (CFO) and determine their remunerations and rewards and punishments;</p> <p>(XII) to set the basic management systems of the Company;</p> <p>(XIII) to make the modification plan to the Articles of Association;</p> <p>(XIV) to propose the appointment or replacement of the accounting firm that performs audits for the Company at the shareholders’ general meeting;</p> <p>(XV) to attend to the work report of the Company’s general manager (CEO/president) and review the work of the general manager (CEO/president);</p> <p>(XVI) to manage the disclosure of company information;</p> <p>(XVII) other powers and duties authorized by the laws, administrative regulations, departmental rules, regulatory rules of the place where the Company’s shares are listed or the Articles of Association.</p>

Existing Provisions	Amended Provisions
<p><b>Article 111</b> The chairman of the Board of Directors shall be elected and dismissed by a majority of all directors. The term of office of the chairman shall be three years and is renewable upon re-election.</p>	<p><b>Article 111</b> The chairman of the Board of Directors, <u>executive vice chairman of the Board of Directors and vice chairman of the Board of Directors</u> shall be elected and dismissed by a majority of all directors. The term of office <del>of the chairman</del> shall be three years and is renewable upon re-election.</p>
<p><b>Article 113</b> In the event that the chairman of the Board of Directors is unable to or does not perform his/her duties, a director elected by more than one half of all directors may perform his/her duties.</p>	<p><b>Article 113</b> In the event that the chairman of the Board of Directors is unable to or does not perform his/her duties, <u>the executive vice chairman of the Board of Directors shall perform the duties on his/her behalf. In the event that the executive vice chairman of the Board of Directors is unable to or does not perform his/her duties, the vice chairman of the Board of Directors shall perform the duties on his/her behalf. In the event that the vice chairman of the Board of Directors is unable to or does not perform his/her duties,</u> a director elected by more than one half of all directors may perform his/her duties.</p>
<p><b>Article 128</b> The Company shall have one general manager (CEO/president), and shall have a deputy general manager (executive president), finance manager (CFO), and secretary of the Board of Directors, all of whom shall be appointed or dismissed by the Board of Directors.</p>	<p><b>Article 128</b> The Company shall have one general manager (CEO/president), and shall have a <u>co-president</u>, deputy general manager (executive president), finance manager (CFO), and secretary of the Board of Directors, all of whom shall be appointed or dismissed by the Board of Directors.</p>

Existing Provisions	Amended Provisions
<p><b>Article 132</b> The general manager (CEO/president) is responsible to the Board of Directors and exercises the following powers:</p> <p>(I) to be in charge of the production and operational management of the Company, organize the enforcement of resolutions of the Board of Directors and report to the Board of Directors on work;</p> <p>(II) to organize the implementation of the annual operation plans and investment schemes of the Company;</p> <p>(III) to formulate the structure scheme of the internal management department of the Company;</p> <p>(IV) to formulate the fundamental management policies of the Company;</p> <p>(V) to formulate the specific management rules of the Company;</p> <p>(VI) to propose to the Board of Directors the appointment or dismissal of the Company's deputy general manager (executive president) and finance manager (CFO);</p> <p>(VII) to decide on the appointment or dismissal of responsible management personnel except those whose appointment or dismissal shall be determined by the Board of Directors;</p> <p>(VIII) to make decisions on matters such as the Company's external investment, asset disposal, and connected transactions in accordance with the authorization of the Company's Board of Directors and the shareholders' general meeting;</p>	<p><b>Article 132</b> The general manager (CEO/president) is responsible to the Board of Directors and exercises the following powers:</p> <p>(I) to be in charge of the production and operational management of the Company, organize the enforcement of resolutions of the Board of Directors and report to the Board of Directors on work;</p> <p>(II) to organize the implementation of the annual operation plans and investment schemes of the Company;</p> <p>(III) to formulate the structure scheme of the internal management department of the Company;</p> <p>(IV) to formulate the fundamental management policies of the Company;</p> <p>(V) to formulate the specific management rules of the Company;</p> <p>(VI) to propose to the Board of Directors the appointment or dismissal of the Company's deputy general manager (executive president) and finance manager (CFO);</p> <p>(VII) to decide on the appointment or dismissal of responsible management personnel except those whose appointment or dismissal shall be determined by the Board of Directors;</p> <p>(VIII) to make decisions on matters such as the Company's external investment, asset disposal, and connected transactions in accordance with the authorization of the Company's Board of Directors and the shareholders' general meeting;</p>

Existing Provisions	Amended Provisions
<p>(IX) to decide on and sign business contracts during daily operations on behalf of the Company;</p> <p>(X) to review various expenses incurred during daily operation and management activities, and sign and issue daily administrative and business documents;</p> <p>(XI) to formulate the scheme of salary, welfare, reward and punishment for the employees of the Company, and decide on the employment and dismissal of the employees;</p> <p>(XII) other functions and powers authorized by the Articles of Association and the Board of Directors.</p> <p>The general manager (CEO/president) shall attend the Board meetings without voting rights; if the general manager (CEO/president) is not a director of the Company, he/she shall not have the right to vote at Board meetings.</p>	<p>(IX) to decide on and sign business contracts during daily operations on behalf of the Company;</p> <p>(X) to review various expenses incurred during daily operation and management activities, and sign and issue daily administrative and business documents;</p> <p>(XI) to formulate the scheme of salary, welfare, reward and punishment for the employees of the Company, and decide on the employment and dismissal of the employees;</p> <p>(XII) other functions and powers authorized by the Articles of Association and the Board of Directors.</p> <p>The general manager (CEO/president) <u>and the co-president</u> shall attend the Board meetings without voting rights; if the general manager (CEO/president) <u>or the co-president</u> is not a director of the Company, he/she shall not have the right to vote at Board meetings.</p>

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# NOTICE OF THE 2024 FIRST EXTRAORDINARY GENERAL MEETING

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**AIM Vaccine Co., Ltd.**  
**艾美疫苗股份有限公司**

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

**(Stock Code: 06660)**

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 2024 first extraordinary general meeting (the “**EGM**”) of AIM Vaccine Co., Ltd. (the “**Company**”) will be held at 10:00 a.m. on February 29, 2024 at 10/F, South Building, Gangwu Building, No. 1 Fenghe Road, Pudong New District, Shanghai, the People’s Republic of China for the following purposes:

### SPECIAL RESOLUTION

1. To consider and approve the resolution on the proposed amendments to the Articles of Association as set out in the Appendix to the circular of the Company dated February 9, 2024.

By order of the Board  
**AIM Vaccine Co., Ltd.**  
**Mr. Yan ZHOU**  
*Chairman of the Board,*  
*executive Director and chief executive officer*

Hong Kong, February 9, 2024



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## NOTICE OF THE 2024 FIRST EXTRAORDINARY GENERAL MEETING

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*Notes:*

1. The resolution at the EGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The results of the poll will be published on the websites of the Company at <https://www.aimbio.com> and Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) after the EGM.
2. Any Shareholder entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy needs not be a Shareholder of the Company.
3. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the H Share Registrar of the Company, Tricor Investor Services Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares), at least 24 hours before the EGM (i.e. before 10:00 a.m. on February 28, 2024) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish.
4. For the purpose of determining the list of holders of H Shares who are entitled to attend the EGM, the H Share register of members of the Company will be closed from February 26, 2024 to February 29, 2024, both days inclusive, during which period no transfer of H Shares will be registered. In order to be eligible to attend and vote at the EGM, unregistered holders of the H Shares shall ensure all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on February 23, 2024 for registration.
5. In case of joint Shareholders, the vote of the senior joint Shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
6. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
7. A Shareholder or his/her proxy should produce proof of identity when attending the EGM.
8. Contact information of the meeting:  
  
The Office of the Board of AIM Vaccine Co., Ltd.  
Address: Room 412, 4/F, Building 6, No. 105 Jinghai 3rd Road, Beijing Economic-Technological Development Area, Beijing  
Postal code: 100000  
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9. Further details of the resolution are set out in the circular of the Company dated February 9, 2024. Unless otherwise indicated, capitalized terms used in this notice shall have the same meanings as those defined in the circular.
10. References to dates and time in this notice are to Hong Kong dates and time.

*As at the date of this notice, the Board of the Company comprises Mr. Yan ZHOU, Mr. Wen GUAN and Mr. Shaojun JIA as executive directors; Mr. Jie ZHOU, Mr. Xin ZHOU, Mr. Jichen ZHAO and Ms. Aijun WANG as non-executive directors; and Professor Ker Wei PEI, Mr. Xiaoguang GUO, Ms. Jie WEN and Mr. Hui OUYANG as independent non-executive directors.*