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CK Life Sciences Int'l. (Holdings) Inc.

長江生命科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0775)

**DISCLOSEABLE TRANSACTIONS
IN RELATION TO
(1) MEMBERSHIP INTEREST PURCHASE AGREEMENT
AND
(2) INVESTMENT AGREEMENT**

On 8 October 2025 (after trading hours):

- (i) the Seller, an indirect wholly-owned subsidiary of the Company, entered into the Membership Interest Purchase Agreement with the Purchaser, pursuant to which the Seller agreed to sell, and the Purchaser agreed to purchase, 100% of the issued and outstanding membership interests in the share capital of the Target Company, for a total consideration of US\$125 million (equivalent to approximately HK\$975 million) which will be settled by the Purchaser by the issuance of the Consideration Shares (comprising the Purchaser Common Stock Payment Shares and the Purchaser Preferred Stock Payment Shares) to the Seller. The Purchaser will also pay the Seller several Milestone Payments upon the first achievement by or on behalf of the Purchaser of the corresponding Milestone Events up to US\$95 million (equivalent to approximately HK\$741 million); and
- (ii) the Seller entered into the Investment Agreement with the Purchaser, pursuant to which the Seller agreed to purchase, and the Purchaser agreed to issue and sell, the Purchaser Preferred Stock Financing Shares, for a total consideration of approximately US\$25 million (equivalent to approximately HK\$195 million).

Upon the issue of the Purchaser Common Stock Payment Shares, the Seller will hold approximately 9.1% of the outstanding shares of Purchaser Common Stock. Upon the conversion of the Purchaser Preferred Stock Payment Shares and the Purchaser Preferred Stock Financing Shares and the issue of Purchaser Common Stock (assuming all Purchaser Preferred Stock to be issued in connection with the Transactions are converted in full), the Seller will hold approximately 90.7% of the outstanding shares of Purchaser Common Stock.

Closing of the Transactions under the Membership Interest Purchase Agreement and the Investment Agreement took place simultaneously with their respective execution and delivery.

REASONS FOR, AND BENEFITS OF, THE TRANSACTIONS

The Transactions will result in the business combination of Polynoma (which is 100% owned by the Target Company) and the Purchaser, which will generate synergies between the two businesses. Polynoma's lead therapeutic candidate, seviprotimut-L, is a cancer vaccine targeting melanoma while the Purchaser's pipeline focuses on addressing metastatic cancer which is a significant unmet need in oncology. The therapeutic candidates address different but potentially

complementary disease processes – immune evasion and metastatic progression. The Purchaser’s pipeline includes its lead therapeutic candidate, TTX-MC138, which is being evaluated in a Phase I/II clinical trial, with no significant safety signals to date, and several other candidates in preclinical stage. Together with Polynoma’s lead therapeutic candidate which is Phase III-ready, the combined business will have a diverse therapeutic pipeline. Further, the Purchaser’s status as a Nasdaq-listed entity will allow a more high-profile promotion of seviprotimut-L and will increase the ability to raise future capital and/or seek partners to expedite its development. The Purchaser’s established management team has significant experience in biotech fundraising and oncology R&D. The Company, through its significant interest in the Purchaser, will be able to receive the benefits of the combination of the two businesses under the Purchaser. Based on the above, the Directors are of the view that the terms of each of the Membership Interest Purchase Agreement and Investment Agreement and the transactions contemplated thereunder are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

The Transactions involve (i) the Disposal and (ii) the RNAZ Acquisition in connection with the receipt by the Seller of the Consideration Shares, the Purchaser Preferred Stock Financing Shares and the PIK Dividend which constitutes an acquisition of equity interests in the Purchaser by the Group. As the highest applicable percentage ratio as calculated under Rule 14.07 of the Listing Rules in respect of each of (i) the Disposal and (ii) the RNAZ Acquisition exceeds 5% but is less than 25%, each of (i) the Disposal and (ii) the RNAZ Acquisition constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

A. INTRODUCTION

On 8 October 2025 (after trading hours):

- (i) the Seller, an indirect wholly-owned subsidiary of the Company, entered into the Membership Interest Purchase Agreement with the Purchaser, pursuant to which the Seller agreed to sell, and the Purchaser agreed to purchase, 100% of the issued and outstanding membership interests in the share capital of the Target Company, for a total consideration of US\$125 million (equivalent to approximately HK\$975 million) which will be settled by the Purchaser by the issuance of the Consideration Shares (comprising the Purchaser Common Stock Payment Shares and the Purchaser Preferred Stock Payment Shares) to the Seller. The Purchaser will also pay the Seller several Milestone Payments upon the first achievement by or on behalf of the Purchaser of the corresponding Milestone Events up to US\$95 million (equivalent to approximately HK\$741 million); and
- (ii) the Seller entered into the Investment Agreement with the Purchaser, pursuant to which the Seller agreed to purchase, and the Purchaser agreed to issue and sell, the Purchaser Preferred Stock Financing Shares, for a total consideration of approximately US\$25 million (equivalent to approximately HK\$195 million).

B. THE MEMBERSHIP INTEREST PURCHASE AGREEMENT

The principal terms of the Membership Interest Purchase Agreement are set out below:

Date

8 October 2025

Parties

- (i) the Seller (as seller); and
- (ii) the Purchaser (as purchaser).

Subject Matter

Pursuant to the terms and conditions of the Membership Interest Purchase Agreement, the Seller agreed to sell, and the Purchaser agreed to purchase, 100% of the issued and outstanding membership interests in the share capital of the Target Company.

Consideration

The total consideration for 100% of the issued and outstanding membership interests in the share capital of the Target Company is US\$125 million (equivalent to approximately HK\$975 million) which will be settled by the Purchaser by the issuance of the Consideration Shares to the Seller, which was determined after arm's length negotiations between the parties, after taking into account, among others, (i) the Company's analysis of the future potential of the Target Company; (ii) the book value and historical financial position of the Target Company; and (iii) the strategic benefits of the Transactions mentioned in this announcement. The number of Consideration Shares was calculated using the 20-day volume-weighted average price of the Purchaser Common Stock ended 30 September 2025, which is US\$10.7639 per share.

The Consideration Shares comprise:

- (i) 83,285 shares of Purchaser Common Stock; and
- (ii) 1,152.9568 shares of non-voting Purchaser Series A Preferred Stock.

Each Purchaser Preferred Stock Payment Share will be convertible into 10,000 shares of Purchaser Common Stock, subject to and contingent upon the approval of the Purchaser's stockholders and relevant Nasdaq rules and regulations related to change of control.

The Seller is entitled to receive a one-off PIK Dividend on the Purchaser Preferred Stock Payment Shares accruing at a rate equal to 5% per annum for the period commencing from the date of the original issuance of the Purchaser Preferred Stock Payment Shares and ending on the earlier of (a) the date of Purchaser's stockholder approval of the conversion of Purchaser Preferred Stock Payment Shares to Purchaser Common Stock or (b) 180 days after the date of the original issuance.

The Purchaser has agreed to take all actions necessary under applicable law and relevant Nasdaq rules and regulations to call, give notice of and hold a meeting of the holders of Purchaser Common Stock for the purpose of seeking approval of the conversion of the Purchaser Preferred Stock Payment Shares to Purchaser Common Stock.

The Purchaser has also agreed to use its reasonable best efforts to prepare and submit to Nasdaq a notification form for the listing of the shares of Purchaser Common Stock Payment Shares and the Purchaser Common Stock to be issued upon conversion of the Purchaser Preferred Stock Payment Shares.

Milestone Payment

Subject to the terms and conditions of the Membership Interest Purchase Agreement, the Purchaser will pay, or cause to be paid, to the Seller (or its designated affiliate) the following milestone payments (the “**Milestone Payments**”) upon the first achievement by or on behalf of the Purchaser of the corresponding milestone event with respect to Polynoma’s lead therapeutic candidate, seviprotimut-L (the “**Milestone Events**”), as follows:

- (i) US\$5 million (equivalent to approximately HK\$39 million) will be payable upon the first dosing of seviprotimut-L in a human clinical trial in the United States which satisfies the applicable requirements (the “**United States Phase 3 Clinical Study**”);
- (ii) US\$10 million (equivalent to approximately HK\$78 million) will be payable upon the achievement of the applicable primary endpoint in the United States Phase 3 Clinical Study of seviprotimut-L;
- (iii) US\$20 million (equivalent to approximately HK\$156 million) will be payable upon the first submission of a biologics license application to the U.S. Food and Drug Administration for seviprotimut-L; and
- (iv) US\$60 million (equivalent to approximately HK\$468 million) will be payable upon the first approval of the U.S. Food and Drug Administration of a biologics license application for seviprotimut-L.

Each Milestone Payment will be made once upon the first achievement of the relevant Milestone Event. Each Milestone Payment will be made in cash. The Purchaser will pay the applicable Milestone Payment to the Seller within 10 days following the achievement of the relevant Milestone Event.

The Purchaser’s obligation to make Milestone Payments will expire with respect to any Milestone Event that is not achieved within ten years following the date of the Membership Interest Purchase Agreement (the “**Milestone Period**”). The Purchaser has agreed to use commercially reasonable efforts to cause the achievement of each Milestone Event with respect to seviprotimut-L during the period beginning on the date of Closing and ending on the earlier of (a) the end of the Milestone Period or (b) the date upon which all Milestone Events have been achieved.

Reimbursement of Expenses

The Seller will reimburse the Purchaser for all amounts incurred by the Purchaser and Polynoma between the date of Closing and 31 December 2025, solely to the extent such amounts are (a) used to conduct Polynoma’s business in substantially the same manner as conducted immediately prior to Closing, (b) fall into certain defined categories such as chemistry, manufacturing and controls activities, lease and real property related expenses and employee-related expenses, and (c) paid in cash by Polynoma between the date of Closing and 31 March 2026 to satisfy such amounts incurred, subject to a cap of US\$3 million (equivalent to approximately HK\$23.4 million).

Contingent Value Right

The holders of Purchaser Common Stock of record as of 20 October 2025 are entitled to one contractual contingent value right issued by the Purchaser for each share of Purchaser Common Stock held by such holders. A contingent value right entitles its holder to receive pro rata share of 50% of the upfront and milestone cash payments (after deducting certain costs and expenses) received by the Purchaser under any disposition agreements in relation to the disposition of the Purchaser TTX-MC138 Products, for the period of seven years following Closing.

Repurchase Right

The Seller will have the right to acquire all of the issued and outstanding membership interests in the share capital of the Target Company from the Purchaser in accordance with the repurchase agreement entered into between the Seller and the Purchaser upon the occurrence of (i) the Purchaser fails to dose the first patient in any clinical trial of seviprotimut-L on or before the third anniversary of the date of Purchaser's stockholder approval of the conversion of Purchaser Preferred Stock Payment Shares to Purchaser Common Stock, (ii) at any time prior to the third anniversary of the date of Closing, the Purchaser Common Stock ceases to be listed for trading on Nasdaq (other than in connection with a change of control of the Purchaser approved by the Seller), (iii) the Purchaser's stockholder approval of the conversion of Purchaser Preferred Stock Payment Shares to Purchaser Common Stock is not obtained on or prior to 31 December 2026, (iv) the conversion of Purchaser Preferred Stock Payment Shares to Purchaser Common Stock is not permissible under applicable law and relevant Nasdaq rules and regulations as of 31 December 2026, (v) the registration statement covering the resale of Purchaser Common Stock Payment Shares, the Purchaser Common Stock issuable upon conversion of the Purchaser Preferred Stock Payment Shares and the Purchaser Common Stock issuable upon conversion of the Purchaser Preferred Stock Financing Shares has not been declared effective by the SEC prior to 30 June 2026, unless as a result of the Seller's breach of its certain obligations under the Membership Interest Purchase Agreement, or (vi) the failure to maintain an effective or usable registration statement required to be filed with the SEC for any consecutive 90-day period commencing on or after 1 July 2026, unless such failure was a result of the Seller's failure to satisfy its certain obligations under the Membership Interest Purchase Agreement.

The aggregate purchase price for the issued and outstanding membership interests in the share capital of the Target Company will be equal to 100% of the Purchaser Preferred Stock Payment Shares (or the number of Purchaser Common Stock issued or issuable upon conversion thereof) initially issued to the Seller pursuant to the Membership Interest Purchase Agreement.

Resale Registration

On or prior to the 75th calendar day following the date of Closing, the Purchaser will prepare and file with the SEC a resale registration statement under the U.S. Securities Act of 1933 covering the resale of all of the Purchaser Common Stock Payment Shares and the Purchaser Common Stock issuable upon conversion of the Purchaser Preferred Stock Payment Shares, the Purchaser Preferred Stock Financing Shares and Purchaser Series A Preferred Stock to be issued as PIK Dividend.

Redemption

Upon the occurrence of a material breach of the Purchaser's obligations with respect to the operation of the Target Company and its subsidiaries during the interim period until the Purchaser's stockholder approval of the conversion of Purchaser Preferred Stock Payment Shares to Purchaser Common Stock which has a material and adverse impact on the Target Company and its subsidiaries, the Seller will have the option to require the Purchaser to redeem all of the Purchaser Series A Preferred Stock it holds, assuming conversion to Purchaser Common Stock in full, at a cash redemption price of US\$10.7639 per share of Purchaser Common Stock, being the 20-day volume-weighted average price of the Purchaser Common Stock ended 30 September 2025 for the determination of the number of Consideration Shares.

Closing

Closing of the Transactions under the Membership Interest Purchase Agreement took place simultaneously with its execution and delivery. The Purchaser will issue the Consideration Shares to the Seller on the date of Closing.

C. THE INVESTMENT AGREEMENT

The principal terms of the Investment Agreement are set out below:

Date

8 October 2025

Parties

- (i) the Seller (as investor); and
- (ii) the Purchaser (as investee).

Subject Matter

Pursuant to the terms and conditions of the Investment Agreement, the Seller agreed to purchase, and the Purchaser agreed to issue and sell, the Purchaser Preferred Stock Financing Shares.

The Purchaser Preferred Stock Financing Shares comprise 223.7337 shares of non-voting Purchaser Series B Preferred Stock. Each Purchaser Preferred Stock Financing Share will be convertible into 10,000 shares of Purchaser Common Stock following the earlier of 8 April 2026, or the effectiveness date of registration statement covering the resale of the Purchaser Common Stock issuable upon conversion of the Purchaser Preferred Stock Financing Shares, provided that the Purchaser shall not effect any conversion of Purchaser Preferred Stock Financing Shares to the extent that after giving effect to such conversion, the Seller will beneficially own a number of Purchaser Common Stock in excess of 9.99% of the number of Purchaser Common Stock outstanding immediately after giving effect to the issuance of Purchaser Common Stock pursuant to such conversion of Purchaser Preferred Stock Financing Shares.

Consideration

The aggregate subscription amount to be paid by the Seller for the Purchaser Preferred Stock Financing Shares is approximately US\$25 million (equivalent to approximately HK\$195 million), which will be settled by the Seller on the date of Closing:

- (i) by cash in the amount of approximately US\$20 million in immediately available funds by wire transfer to an account designated by the Purchaser upon Closing; and
- (ii) by issuance of the Promissory Note to the Purchaser for the principal amount of approximately US\$5 million with interest accruing at a rate equal to 4% per annum, which will be due and payable upon 1 January 2026 and which is secured by 44.7468 shares of Purchaser Series B Preferred Stock held by the Seller.

The number of Purchaser Preferred Stock Financing Shares was determined after arm's length negotiations between the parties, taking into consideration the number of Purchaser Common Shares issuable upon conversion of Purchaser Preferred Stock Financing Shares, calculated using the aggregate subscription amount divided by the lower of the last closing share price of the Purchaser Common Stock or the average closing price of the Purchaser Common Stock of the five days ended 7 October 2025.

The proceeds of the Investment in the Purchaser will be mainly used for the purpose of supporting the continuous development of the Purchaser's therapeutic pipeline and Polynoma's lead therapeutic candidate, seviprotimut-L.

Resale Registration

The Purchaser will prepare and file a resale registration statement with the SEC covering the resale of Purchaser Common Stock issuable upon conversion of the Purchaser Preferred Stock Financing Shares. Please refer to the section headed “*B. The Membership Interest Purchase Agreement – Resale Registration*” above for details.

Closing

Closing of the Investment under the Investment Agreement took place simultaneously with its execution and delivery. The Purchaser will deliver to the Seller a book-entry statement evidencing the number of Purchaser Preferred Stock Financing Shares registered in its name on the date of Closing.

D. REASONS FOR, AND BENEFITS OF, THE TRANSACTIONS

The Transactions will result in the business combination of Polynoma (which is 100% owned by the Target Company) and the Purchaser, which will generate synergies between the two businesses. Polynoma’s lead therapeutic candidate, seviprotimut-L, is a cancer vaccine targeting melanoma while the Purchaser’s pipeline focuses on addressing metastatic cancer which is a significant unmet need in oncology. The therapeutic candidates address different but potentially complementary disease processes – immune evasion and metastatic progression. The Purchaser’s pipeline includes its lead therapeutic candidate, TTX-MC138, which is being evaluated in a Phase I/II clinical trial, with no significant safety signals to date, and several other candidates in preclinical stage. Together with Polynoma’s lead therapeutic candidate which is Phase III-ready, the combined business will have a diverse therapeutic pipeline. Further, the Purchaser’s status as a Nasdaq-listed entity will allow a more high-profile promotion of seviprotimut-L and will increase the ability to raise future capital and/or seek partners to expedite its development. The Purchaser’s established management team has significant experience in biotech fundraising and oncology R&D. The Company, through its significant interest in the Purchaser, will be able to receive the benefits of the combination of the two businesses under the Purchaser. Based on the above, the Directors are of the view that the terms of each of the Membership Interest Purchase Agreement and Investment Agreement and the transactions contemplated thereunder are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

E. IMPLICATIONS UNDER THE LISTING RULES

The Transactions involve (i) the Disposal and (ii) the RNAZ Acquisition in connection with the receipt by the Seller of the Consideration Shares, the Purchaser Preferred Stock Financing Shares and the PIK Dividend which constitutes an acquisition of equity interests in the Purchaser by the Group. As the highest applicable percentage ratio as calculated under Rule 14.07 of the Listing Rules in respect of each of (i) the Disposal and (ii) the RNAZ Acquisition exceeds 5% but is less than 25%, each of (i) the Disposal and (ii) the RNAZ Acquisition constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

F. INFORMATION ON THE PARTIES

(1) The Group

The principal activities of the Company are investment holding and the activities of its subsidiaries are research and development, manufacturing, commercialisation, marketing, sale of, and investment in, nutraceuticals, pharmaceuticals and agriculture-related products and assets as well as investment in various financial and investment products.

(2) The Target Company

The Target Company is a Delaware limited liability company. The Target Company owns 100% of the total membership interests in the share capital of Polynoma, which is principally engaged in the research, development, manufacturing and commercialisation of drug products to treat melanoma. Polynoma's lead therapeutic candidate, seviprotimut-L, is a proprietary polyvalent melanoma cancer vaccine. Prior to the Closing, the Target Company was wholly-owned by the Seller and an indirect wholly-owned subsidiary of the Company. Upon the Closing, the Group will no longer hold any interest in the Target Company. The Target Company will cease to be a subsidiary of the Company and the Target Company will no longer be consolidated in the financial results of the Group.

Based on the unaudited consolidated financial statements of the Target Company, the unaudited net loss before and after taxation of the Target Company for the two years ended 31 December 2023 and 2024 were:

	For the year ended 31 December	
	2023	2024
	(US\$)	
Loss before income taxes	(11,515,071)	(16,351,330)
Net loss	(11,515,071)	(16,351,330)

The unaudited consolidated net assets of the Target Company as at 30 September 2025 was approximately US\$30 million.

The Group expects to record a potential gain net of tax on the Disposal of not less than US\$50 million (equivalent to approximately HK\$390 million), which is estimated based on the total consideration of the Disposal and the unaudited net asset value of the Target Company as at 30 September 2025 (after deducting estimated transaction costs). The actual amount of gain to be recorded in the consolidated statement of profit or loss of the Group is subject to audit and will be determined based on the financial position of the Target Company as at the date of Closing and the actual amount of expenses incidental to the Disposal, and therefore may be different from the figure provided above. Shareholders and potential investors of the Group should note that the above estimation is for illustrative purpose only.

The Company intends to hold the Consideration Shares received in consideration for the Disposal as investment.

(3) The Purchaser

The Purchaser (TransCode Therapeutics, Inc. (Nasdaq: RNAZ)) is a clinical-stage biopharmaceutical company focused primarily on developing and commercializing innovative drugs for treating cancer.

Based on the audited consolidated financial statements of the Purchaser prepared in conformity with U.S. generally accepted accounting principles, the loss before income taxes and net loss of the Purchaser for the two years ended 31 December 2023 and 2024 were:

	For the year ended 31 December	
	2023	2024
	(US\$)	
Loss before income taxes	(18,546,095)	(16,754,971)
Net loss	(18,546,095)	(16,754,971)

The unaudited total stockholders' equity of the Purchaser as at 30 June 2025 was US\$6,147,706.

Upon the issue of the Purchaser Common Stock Payment Shares, the Seller will hold approximately 9.1% of the outstanding shares of Purchaser Common Stock. Upon the conversion of the Purchaser Preferred Stock Payment Shares and the Purchaser Preferred Stock Financing Shares and the issue of Purchaser Common Stock (assuming all Purchaser Preferred Stock to be issued in connection with the Transactions are converted in full), the Seller will hold approximately 90.7% of the outstanding shares of Purchaser Common Stock.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Purchaser and the ultimate beneficial owner of the Purchaser are third parties independent of the Company and connected persons of the Company.

G. DEFINITIONS

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

“Board”	the board of directors of the Company
“Closing”	the closing of the Transactions under the Membership Interest Purchase Agreement and the Investment Agreement
“Company”	CK Life Sciences Int'l., (Holdings) Inc., a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 0775)
“Consideration Shares”	the Purchaser Common Stock Payment Shares and the Purchaser Preferred Stock Payment Shares to be issued to the Seller as consideration for the Disposal pursuant to the Membership Interest Purchase Agreement
“Directors”	the directors of the Company
“Disposal”	the disposal of 100% of the issued and outstanding membership interests in the share capital of the Target Company pursuant to the Membership Interest Purchase Agreement
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People's Republic of China
“Investment”	the purchase of Purchaser Preferred Stock Financing Shares by the Seller pursuant to the Investment Agreement
“Investment Agreement”	the investment agreement dated 8 October 2025 entered into between the Seller and the Purchaser in relation to the purchase of Purchaser Preferred Stock Financing Shares by the Seller
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Membership Interest Purchase Agreement”	the membership interest purchase agreement dated 8 October 2025 entered into between the Seller and the Purchaser in relation to the sale and purchase of 100% of the issued and outstanding membership interests in the share capital of the Target Company

“Milestone Events”	has the meaning as defined in “B. <i>The Membership Interest Purchase Agreement – Milestone Payment</i> ” of this announcement
“Milestone Payments”	has the meaning as defined in “B. <i>The Membership Interest Purchase Agreement – Milestone Payment</i> ” of this announcement
“Milestone Period”	has the meaning as defined in “B. <i>The Membership Interest Purchase Agreement – Milestone Payment</i> ” of this announcement
“Nasdaq”	the Nasdaq Capital Market
“PIK Dividend”	payment-in-kind dividends on each share of Purchaser Preferred Stock Payment Share payable in shares of Purchaser Series A Preferred Stock
“Polynoma”	Polynoma LLC, a wholly-owned subsidiary of the Target Company based in San Diego, the United States
“Promissory Note”	the promissory note to be issued by the Seller to the Purchaser for the principal amount of approximately US\$5 million pursuant to the Investment Agreement
“Purchaser”	TransCode Therapeutics, Inc., a company incorporated in Delaware, the shares of which are listed on Nasdaq (ticker symbol: RNAZ)
“Purchaser Common Stock”	common stock with a par value of US\$0.0001 per share of the Purchaser
“Purchaser Common Stock Payment Shares”	83,285 shares of Purchaser Common Stock
“Purchaser Preferred Stock”	non-voting convertible preferred stock with a par value of US\$0.0001 per share of the Purchaser
“Purchaser Preferred Stock Financing Shares”	223.7337 shares of Purchaser Series B Preferred Stock
“Purchaser Preferred Stock Payment Shares”	1,152.9568 shares of Purchaser Series A Preferred Stock
“Purchaser Series A Preferred Stock”	Purchaser Preferred Stock designated as “Series A Non-Voting Convertible Preferred Stock”
“Purchaser Series B Preferred Stock”	Purchaser Preferred Stock designated as “Series B Non-Voting Convertible Preferred Stock”
“Purchaser TTX-MC138 Products”	any product or therapy (in any dosage, form, formulation, presentation, or package configuration) that contains or comprises TTX-MC138, the synthetic oligonucleotide designed to inhibit microRNA-10b and having the DrugBank Accession Number: DB18628, including any modification or derivative thereof
“RNAZ Acquisition”	the receipt by the Seller of the Consideration Shares and the Purchaser Preferred Stock Financing Shares and the PIK Dividend which constitutes an acquisition of equity interests in the Purchaser by the Group

“SEC”	the United States Securities and Exchange Commission
“Seller”	DEFJ, LLC, a Delaware limited liability company and an indirect wholly-owned subsidiary of the Company
“seviprotimut-L”	seviprotimut-L, a proprietary polyvalent melanoma cancer vaccine being developed by Polynoma
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Target Company”	ABCJ, LLC, a Delaware limited liability company
“Transactions”	collectively, the Disposal and the RNAZ Acquisition
“U.S.” or “United States”	the United States of America
“US\$”	United States dollars, the lawful currency of the United States
“%”	per cent.

For the purpose of illustration only, US\$ to HK\$ is translated at a rate of US\$1.00 = HK\$7.80.

By Order of the Board
CK Life Sciences Int’l., (Holdings) Inc.
Eirene Yeung
Company Secretary

Hong Kong, 8 October 2025

As at the date of this announcement, the Executive Directors of the Company are Mr. Li Tzar Kuoi, Victor (Chairman), Mr. Kam Hing Lam, Mr. Ip Tak Chuen, Edmond, Mr. Yu Ying Choi, Alan Abel, Mr. Lance Richard Lee Yuen and Dr. Toh Kean Meng, Melvin; and the Non-executive Directors are Mr. Peter Peace Tulloch, Mrs. Kwok Eva Lee (Independent Non-executive Director), Mr. Kwan Kai Cheong (Independent Non-executive Director), Mr. Paul Joseph Tighe (Independent Non-executive Director) and Mr. Donald Jeffrey Roberts (Independent Non-executive Director).