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If you have sold or transferred all your shares in BioDlink International Company Limited, 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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BioDlink International Company Limited

東曜藥業股份有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1875)

**PROPOSALS FOR
GENERAL MANDATES TO ISSUE AND BUY BACK SHARES,
RE-ELECTION OF RETIRING DIRECTORS,
PROPOSED CHANGE OF AUDITOR,
AND
NOTICE OF ANNUAL GENERAL MEETING**

A letter from the Board is set out on pages 4 to 11 of this circular.

Resolutions will be proposed at the Annual General Meeting of the Company to be held on Friday, 26 June 2026 at 1:00 p.m. with the combination of a physical meeting at Atour Hotel, No. 5 Xinhua Road, Xinwu District, Wuxi City, Jiangsu Province, China and a virtual meeting online or any adjournment thereof to approve the matters referred to in this circular.

The notice convening the Annual General Meeting together with the form of proxy for use at the meeting are enclosed with this circular. Whether or not you are able to attend the Annual General Meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to Tricor Investor Services Limited, the Company's share registrar, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated website (<https://evoting.vistra.com>) by using the username and password provided on the notification letter sent by the Company not less than 48 hours before the time appointed for holding the meeting (i.e. not later than 1:00 p.m. on Wednesday, 24 June 2026) or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude you from attending and voting in person at the meeting or any adjourned meeting should you so wish. If you attend and vote at the Annual General Meeting, the authority of your proxy will be revoked.

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

5 June 2026

CONTENTS

	<i>Page</i>
Definitions	1
Letter from the Board	
1. Introduction	4
2. Issue Mandate	5
3. Share Buy-back Mandate	5
4. Re-election of Retiring Directors	6
5. Proposed Change of Auditor	7
6. Voting by Poll	8
7. Annual General Meeting and Proxy Arrangement	9
8. Additional Information	10
9. Closure of Register of Members	10
10. Responsibility Statement	10
11. Confirmation in relation to Centerlab and Mr. Lin, Jung-Chin	10
12. Recommendation	11
Appendix I — Explanatory Statement on Share Buy-back Mandate	12
Appendix II — Details of Retiring Directors Proposed for Re-election	15
Notice of Annual General Meeting	21

DEFINITIONS

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

“Annual General Meeting”	a hybrid annual general meeting of the Company to be held on Friday, 26 June 2026 at 1:00 p.m. with the combination of a physical meeting at Atour Hotel, No. 5 Xinhua Road, Xinwu District, Wuxi City, Jiangsu Province, China and a virtual meeting online or any adjournment thereof, the notice of which is set out on pages 21 to 26 of this circular
“Articles of Association”	the amended and restated articles of association of the Company which were adopted on 20 June 2025 and became effective on 11 July 2025
“Audit and Connected Transactions Review Committee”	the Audit and Connected Transactions Review Committee of the Board
“Board”	the board of Directors of the Company
“Centerlab”	Center Laboratories, Inc. (晟德大藥廠股份有限公司), a company incorporated in Taiwan with limited liability on 4 November 1959 whose shares are listed on the Taipei Exchange (證券櫃檯買賣中心) in Taiwan (stock code: 4123)
“close associate(s)”	shall have the meaning ascribed to it under the Listing Rules
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company”	BioDlink International Company Limited (東曜藥業股份有限公司), a company incorporated in Hong Kong with limited liability, the Shares of which are listed on the Stock Exchange (stock code: 1875)
“core connected person(s)”	shall have the meaning ascribed to it under the Listing Rules
“Deloitte”	Deloitte Touche Tohmatsu
“Director(s)”	the director(s) of the Company

DEFINITIONS

“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Issue Mandate”	the general mandate proposed to be granted to the Directors at the Annual General Meeting to allot, issue and otherwise deal with additional Shares of up to a maximum of 20% of the total number of issued Shares of the Company (excluding Treasury Shares) as at the date of the passing of the relevant resolution approving such grant
“Latest Practicable Date”	1 June 2026, being the latest practicable date for ascertaining certain information referred to 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
“Nomination Committee”	the Nomination Committee of the Board
“PRC” or “China”	the People’s Republic of China, excluding, for the purpose of this circular, Hong Kong, Macau Special Administrative Region and Taiwan
“Prospectus”	the prospectus dated 29 October 2019 published by the Company
“PwC”	PricewaterhouseCoopers
“RMB”	Renminbi, the lawful currency of the People’s Republic of China
“Remuneration Committee”	the Remuneration Committee of the Board
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) of the Company

DEFINITIONS

“Share Buy-back Mandate”	the general mandate proposed to be granted to the Directors at the Annual General Meeting to buy back Shares up to a maximum of 10% of the total number of issued Shares of the Company (excluding Treasury Shares) as at the date of the passing of the relevant resolution approving such grant
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Strategy and ESG Committee”	the Strategy and ESG Committee of the Board
“Takeovers Code”	the Code on Takeovers and Mergers, as amended, supplemented or otherwise modified from time to time
“Treasury Shares”	shall have the meaning ascribed to it under the Listing Rules
“United States”	the United States of America
“US\$”	United States dollars, the lawful currency of the United States
“WuXi XDC”	WuXi XDC Cayman Inc. (藥明合聯生物技術有限公司*), an exempted company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Stock Exchange (stock code: 2268)

* For identification purposes only



BioDlink International Company Limited

東曜藥業股份有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1875)

Executive Director:

Dr. Jincai Li (*Chairperson of the Board*)

Non-Executive Director:

Mr. Xiaojie Xi

Independent Non-Executive Directors:

Mr. Xin Fan

Dr. Ulf Grawunder

Dr. Chaohong Hu

Registered Office:

Room 1918, 19/F,

Lee Garden One,

33 Hysan Avenue,

Causeway Bay,

Hong Kong

Headquarters and Principal Place of

Business in the PRC:

120 Changyang Street,

Suzhou Industrial Park,

Suzhou, PRC

Share Registrar:

Tricor Investor Services Limited

17/F, Far East Finance Centre,

16 Harcourt Road,

Hong Kong

5 June 2026

To the Shareholders

Dear Sir or Madam,

**PROPOSALS FOR
GENERAL MANDATES TO ISSUE AND BUY BACK SHARES,
RE-ELECTION OF RETIRING DIRECTORS,
PROPOSED CHANGE OF AUDITOR,
AND
NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide you with information relating to the proposed grant of the Issue Mandate and the Share Buy-back Mandate, the re-election of retiring Directors who are going to offer themselves for re-election at the Annual General Meeting as well as the proposed change of auditor, and to give you the notice of the Annual General Meeting.

LETTER FROM THE BOARD

2. ISSUE MANDATE

At the annual general meeting of the Company held on 20 June 2025, resolutions of the Company were passed by the then Shareholders, pursuant to which a general mandate was granted to the Directors to issue Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to issue Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting that the Directors be granted a general and unconditional mandate to exercise all the powers of the Company to allot, issue and deal with new Shares (including the sale or transfer of Treasury Shares, if any) up to a maximum of 20% of the total number of issued Shares of the Company (excluding Treasury Shares) as at the date of the passing of such ordinary resolution. As at the Latest Practicable Date, there were 772,787,887 issued Shares, and the Company held no Treasury Shares. Subject to the passing of the relevant ordinary resolution to approve the Issue Mandate and on the basis that no further Shares are issued or bought back by the Company between the Latest Practicable Date and the date of the Annual General Meeting, the Company will be authorised to allot, issue and deal with up to a maximum of 154,557,577 Shares under the Issue Mandate.

In addition, it is further proposed, by way of a separate ordinary resolution, that the Issue Mandate be extended so that the Directors be given a general mandate to issue (including the sale or transfer of Treasury Shares, if any) further number of Shares equal to the total number of Shares bought back under the Share Buy-back Mandate.

The Issue Mandate, if granted, will continue in force until the earliest of (i) the conclusion of the next annual general meeting of the Company after the Annual General Meeting; (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held under the Articles of Association or the laws applicable to the Company; and (iii) the revocation or variation of such authority by an ordinary resolution passed at a general meeting of the Company.

3. SHARE BUY-BACK MANDATE

At the annual general meeting of the Company held on 20 June 2025, resolutions of the Company were passed by the then Shareholders, pursuant to which a general mandate was granted to the Directors to buy back Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to buy back Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting that the Directors be granted a general and unconditional mandate to exercise all the powers of the Company to buy back Shares on the Stock Exchange up to a maximum of 10% of the total number of issued Shares of the Company (excluding Treasury Shares) as at the date of passing of such ordinary resolution. As at the Latest Practicable Date, there were 772,787,887 issued Shares, and the Company held no Treasury Shares. Subject to the passing of the relevant ordinary resolution approving the Share Buy-back Mandate and on the basis that no further Shares are issued or bought back by the Company between the Latest Practicable Date and the date of the Annual General Meeting, the Company will be authorised to buy back a maximum of 77,278,788 Shares under the Share Buy-back Mandate.

LETTER FROM THE BOARD

The Share Buy-back Mandate, if granted, will continue in force until the earliest of (i) the conclusion of the next annual general meeting of the Company after the Annual General Meeting; (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held under the Articles of Association or the laws applicable to the Company; and (iii) the revocation or variation of such authority by an ordinary resolution passed at a general meeting of the Company.

According to the provisions of the Companies Ordinance in relation to the Treasury Shares, if the Company buys back its Shares pursuant to its general mandate, it may (i) cancel the buyback Shares and/or (ii) hold such Shares in treasury, subject to market conditions and the Company's capital management needs at the relevant time of the Share buy-backs.

Shareholders' rights attached to any Shares held in treasury by the Company will be suspended under the Companies Ordinance once the Shares are bought back by the Company, irrespective of whether they are held in the name of the Company or its nominee. Any resale or transfer of the Treasury Shares (if any) of the Company will be subject to the ordinary resolution in respect of the general mandate to issue Shares set out in the notice of the Annual General Meeting and made in accordance with the Listing Rules and the Companies Ordinance.

An explanatory statement containing information relating to the Share Buy-back Mandate as required pursuant to the Listing Rules is set out in Appendix I on pages 12 to 14 of this circular.

4. RE-ELECTION OF RETIRING DIRECTORS

As at the Latest Practicable Date, the executive Director was Dr. Jincai Li; the non-executive Director was Mr. Xiaojie Xi; and the independent non-executive Directors were Mr. Xin Fan, Dr. Ulf Grawunder and Dr. Chaohong Hu.

Pursuant to Article 110 of the Articles of Association, any Director appointed by the Board, either to fill a casual vacancy or as an addition to the Board, shall hold office only until the next following annual general meeting of the Company and shall then be eligible for re-election. Each of Dr. Jincai Li, Mr. Xiaojie Xi, Mr. Xin Fan, Dr. Ulf Grawunder and Dr. Chaohong Hu was appointed by the Board as a Director with effect from 29 April 2026. As such, each of Dr. Jincai Li, Mr. Xiaojie Xi, Mr. Xin Fan, Dr. Ulf Grawunder and Dr. Chaohong Hu shall retire from office as a Director at the Annual General Meeting and, being eligible, offer himself/herself for re-election. The Board sought the best Director candidates through means such as industry experts and referrals from Directors and Shareholders. After considering each of Dr. Jincai Li, Mr. Xiaojie Xi, Mr. Xin Fan, Dr. Ulf Grawunder and Dr. Chaohong Hu on merit and against objective criteria and with due regard for the diversity of the Board, and considering that each of the appointees shall have enough time available to devote to the position, the Nomination Committee proposed that Dr. Jincai Li be appointed as an executive Director, Mr. Xiaojie Xi be appointed as a non-executive Director and each of Mr. Xin Fan, Dr. Ulf Grawunder and Dr. Chaohong Hu be appointed as an independent non-executive Director, and the appointments were subsequently considered and approved by the Board. The Company

LETTER FROM THE BOARD

has received written confirmations from each of Mr. Xin Fan, Dr. Ulf Grawunder and Dr. Chaohong Hu confirming his/her independence in accordance with Rule 3.13 of the Listing Rules.

The Nomination Committee has reviewed the structure and composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skills and experience, time commitment and contribution of the retiring Directors proposed to be re-elected at the Annual General Meeting (collectively, the “**Retiring and Re-electing Directors**”) with reference to the nomination principles and criteria set out in the Company’s Board Diversity Policy and Director Nomination Policy and the Company’s corporate strategy, and the independence of all independent non-executive Directors. The Nomination Committee has recommended to the Board on re-election of all the Retiring and Re-electing Directors. The Company considers that the Retiring and Re-electing Directors will continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning and diversity. In addition, the Company considers that each of the independent non-executive Directors among the Retiring and Re-electing Directors (namely, Mr. Xin Fan, Dr. Ulf Grawunder and Dr. Chaohong Hu) is independent in accordance with the independence guidelines set out in the Listing Rules.

Details of the Retiring and Re-electing Directors are set out in Appendix II on pages 15 to 20 of this circular.

5. PROPOSED CHANGE OF AUDITOR

Reference is made to the announcement of the Company dated 4 June 2026, in which the Board announced that PwC will retire as auditor of the Company upon expiration of its current term of office at the conclusion of the Annual General Meeting.

The Board, with recommendation from the Audit and Connected Transactions Review Committee, has resolved to propose the appointment of Deloitte as the new auditor of the Company after the retirement of PwC and to hold office until the conclusion of the next annual general meeting, subject to the approval by the Shareholders at the Annual General Meeting. The Board and the Audit and Connected Transactions Review Committee confirm that there is no disagreement or unresolved matter between the Company and PwC.

PwC has provided a confirmation that there is no circumstance connected with their retirement which they consider should be brought to the attention of the Company’s members and auditors. The Board is not aware of any other matter regarding the retirement of auditor that should be brought to the attention of the Shareholders.

The Board believes that the retirement of PwC will not have any significant impact on the annual audit and the release of annual results of the Group for the financial year ending 31 December 2026.

LETTER FROM THE BOARD

PwC has been serving as the auditor of the Company since the listing of the Company in 2019. Having regard to the length of PwC's tenure, the Board considers that rotation of auditor after an appropriate period of time is a good corporate governance practice. The Board has decided to change the auditor, as it considers that the change of auditors is in the best interests of the Company and the Shareholders as a whole and believes that the appointment will streamline the audit process and improve communication efficiency.

Further, it is understood that WuXi XDC, the controlling Shareholder of the Company, has also proposed to appoint Deloitte as the auditor for the year ending 31 December 2026. If the same audit firm as that appointed by WuXi XDC is engaged to provide services, it is believed that there will be greater advantages in the future in terms of facilitating communication mechanisms, improving audit efficiency and controlling costs and expenses.

The Audit and Connected Transactions Review Committee has considered a number of factors in assessing the proposed appointment of Deloitte as the auditor of the Company in accordance with its terms of reference, including but not limited to (i) Deloitte's audit proposal and audit fee; (ii) its experience, industry knowledge and technical competence in providing audit work for companies listed on the Stock Exchange; (iii) its independence from the Group and objectivity; (iv) its market reputation; (v) its resources and capabilities; and (vi) the relevant guidance issued by the Hong Kong Accounting and Financial Reporting Council.

The estimated audit fee for the year ending 2026 is approximately RMB2.7 million (comprising (i) approximately RMB2.2 million for audit services and (ii) approximately RMB500,000 for non-audit services), which is determined with reference to the proposed audit scope, the Company's current size, complexity and risk profile and the expected level of effort and timeline of the audit, and on the assumption that there will be no material change to the Company's business.

The Company's auditor also allocates optimised resource and manpower to ensure that the audit will be performed to a high standard and in accordance with all applicable auditing standards. The Audit and Connected Transactions Review Committee noted that the proposed audit fee is determined after arm's length negotiations.

The Board and the Audit and Connected Transactions Review Committee have reviewed the qualifications, competence and experience of Deloitte and considered that Deloitte (i) meets the regulatory requirements, and (ii) is eligible and suitable to act as the auditor of the Company. In light of the above, the Board considers that the change of auditors is in the best interests of the Company and the Shareholders as a whole.

6. VOTING BY POLL

All the resolutions set out in the notice of the Annual General Meeting will be decided by poll in accordance with the Listing Rules. The poll results will be published on the Company's website at www.biodlink.com and the Stock Exchange's website at www.hkexnews.hk after the conclusion of the Annual General Meeting.

LETTER FROM THE BOARD

7. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

Notice of the Annual General Meeting is set out on pages 21 to 26 of this circular. A form of proxy for use at the Annual General Meeting is enclosed with this circular. Whether or not you are able to attend the Annual General Meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to Tricor Investor Services Limited, the Company's share registrar, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated website (<https://evoting.vistra.com>) by using the username and password provided on the notification letter sent by the Company not less than 48 hours before the time appointed for holding the Annual General Meeting (i.e. not later than 1:00 p.m. on Wednesday, 24 June 2026) or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not prevent you from attending and voting in person at the Annual General Meeting or any adjourned meeting if you so wish. If you attend and vote at the Annual General Meeting, the authority of the proxy will be revoked.

Registered Shareholders are requested to provide a valid email address of himself/herself/itself or his/her/its proxy (except for the appointment of the chairman of the Annual General Meeting) for the proxy to receive the login access code to participate online in the e-Meeting System.

The Annual General Meeting will be conducted in a hybrid manner with the combination of a physical meeting and a virtual meeting online. Shareholders will have the option of joining the Annual General Meeting either (a) through the physical meeting at Atour Hotel, No. 5 Xinhua Road, Xinwu District, Wuxi City, Jiangsu Province, China; or (b) through the Internet by using their computer, tablet device or smartphone.

Registered Shareholders will be able to attend the Annual General Meeting, vote and submit questions online via the designated website (<https://evoting.vistra.com>) by using the username and password provided on the notification letter sent by the Company.

Non-registered Shareholders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to attend the Annual General Meeting, vote and submit questions online. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements.

If any Shareholder has any question on the arrangements of the Annual General Meeting, please contact Tricor Investor Services Limited, the Company's share registrar, during business hours (9:00 a.m. to 5:00 p.m., Monday to Friday, excluding Hong Kong public holidays) at the following:

Address: 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong
Email: is-enquiries@vistra.com
Telephone: (852) 2980-1333.

LETTER FROM THE BOARD

8. ADDITIONAL INFORMATION

Your attention is drawn to the additional information set out in Appendix I (Explanatory Statement on Share Buy-back Mandate) and Appendix II (Details of Retiring Directors Proposed for Re-election) to this circular.

9. CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 23 June 2026 to Friday, 26 June 2026 (both days inclusive), during which period no transfer of Shares will be effected. The record date for ascertaining Shareholders' eligibility to participate in and vote at the Annual General Meeting will be Friday, 26 June 2026. In order to qualify for the right to attend and vote at the Annual General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's 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 Monday, 22 June 2026 for registration of transfer.

10. 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.

11. CONFIRMATION IN RELATION TO CENTERLAB AND MR. LIN, JUNG-CHIN

As disclosed on pages 282 to 283 of the Prospectus, as part of the measures adopted by the Company to address any potential competition and conflict of interest between the Company on one hand and Centerlab and its then chairman Mr. Lin, Jung-Chin on the other hand, the Company has undertaken to the Stock Exchange to include the following statement in this circular.

The Company confirms that, to the best of its knowledge, as at the Latest Practicable Date, (i) none of Mr. Lin, Jung-Chin or any of his associates and relatives as defined in Rules 14A.12 and 14A.21(1)(a) of the Listing Rules respectively (the "**Relevant Persons**") had discussed or voted on any matters relating to the exercise of voting rights by Centerlab as a Shareholder at the Annual General Meeting (the "**Relevant Matters**") at any relevant meeting of the board of directors of Centerlab; and (ii) where the Relevant Matters involved the approval or deliberation by the board of directors or the investment committee of Centerlab, none of Mr. Lin, Jung-Chin or any of the Relevant Persons was a member of the investment committee of Centerlab at the material time.

LETTER FROM THE BOARD

12. RECOMMENDATION

The Board considers that (i) the grant of the Issue Mandate; (ii) the grant of the Share Buy-back Mandate; (iii) the re-election of retiring Directors and (iv) the proposed change of auditor as set out respectively in the notice of the Annual General Meeting are all in the best interests of the Company and its Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of all such resolutions to be proposed at the Annual General Meeting.

Yours faithfully,
For and on behalf of the Board
BioDlink International Company Limited
Dr. Jincal Li
Chairperson and Executive Director

The following is the explanatory statement required to be sent to the Shareholders under the Listing Rules to enable them to make an informed decision on whether to vote for or against the ordinary resolution in relation to the Share Buy-back Mandate to be proposed at the Annual General Meeting. The following also constitutes the memorandum required under section 239(2) of the Companies Ordinance.

1. SHARE BUY-BACK PROPOSAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 772,787,887 fully paid-up Shares, and the Company held no treasury Shares. It is proposed that up to a maximum of 10% of the fully paid-up Shares in issue (excluding Treasury Shares) as at the date of passing of the relevant resolution to approve the Share Buy-back Mandate may be bought back by the Directors. Subject to the passing of the relevant ordinary resolution to approve the Share Buy-back Mandate and on the basis that no further Shares are issued or bought back by the Company between the Latest Practicable Date and the date of the Annual General Meeting, the Company would be allowed under the Share Buy-back Mandate to buy back up to a maximum of 77,278,788 fully paid-up Shares.

2. REASONS FOR BUY-BACKS

The Directors believe that it is in the best interests of the Company and its Shareholders as a whole to have a general authority from the Shareholders to enable the Company to buy back Shares in the market. Such buy-backs may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and/or earnings per Share and will only be made when the Directors believe that such a buy-back will benefit the Company and its Shareholders as a whole.

3. FUNDING OF BUY-BACKS

In buying back Shares, the Company may only apply funds legally available for such purpose in accordance with its Articles of Association and the applicable laws of Hong Kong.

The Directors propose that such buy-backs of Shares be appropriately financed by the Company's distributable profits (if any in the future) and/or the proceeds of a fresh issue of Shares made for the purpose of such buy-backs. There might be a material adverse impact on the working capital or gearing position of the Company as compared with the position disclosed in the audited consolidated financial statements contained in the annual report of the Company for the year ended 31 December 2025 and taking into account the financial position of the Company as at the Latest Practicable Date, in the event that the proposed Share buy-backs were to be carried out in full at any time during the proposed buy-back period. However, the Directors do not propose to exercise the Share Buy-back Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

4. DIRECTORS' CONFIRMATIONS

The Directors will exercise the power of the Company to make buy-backs of its Shares pursuant to the Share Buy-back Mandate, so far as such power may be applicable, in accordance with the Listing Rules and the applicable laws of Hong Kong.

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their close associates have a present intention, in the event that the Share Buy-back Mandate is approved by the Shareholders, to sell any Shares to the Company.

No core connected persons of the Company have notified the Company of a present intention to sell any Shares to the Company, or have undertaken not to do so, in the event that the Company is authorised to make buy-backs of its Shares.

The Company confirms that neither this explanatory statement nor the proposed Share buy-backs has any unusual features.

5. EFFECT OF THE TAKEOVERS CODE

If a Shareholder's proportionate interest in the voting rights of the Company increases as a result of a Share buy-back, any such increase will be treated as an acquisition for the purpose of Rule 32 of the Takeovers Code. As a result, a Shareholder or a group of Shareholders acting in concert (depending on the level of increase of Shareholders' interests) could obtain or consolidate control of the Company and become obliged to make a mandatory general offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best knowledge and belief of the Directors, WuXi XDC held 468,853,184 Shares, representing approximately 60.67% of the total number of issued Shares. In the event that the Directors exercised in full the power to buy back Shares under the Share Buy-back Mandate, the shareholding of WuXi XDC would be increased to approximately 67.41%.

The Directors are not aware of any consequences which may give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code as a result of an exercise of the Share Buy-back Mandate. However, the Directors will not exercise the Share Buy-back Mandate such that the number of Shares held by the public will fall below 25% of the total number of issued Shares, being the minimum public float requirement under the Listing Rules.

6. SHARE BUY-BACKS MADE BY THE COMPANY

There was no buy-back by the Company of the Shares during the 6 months prior to the Latest Practicable Date (whether on the Stock Exchange or otherwise).

7. STATUS OF THE BUY-BACK SHARES

The Listing Rules were amended in June 2024 to introduce a Treasury Share regime allowing issuers to hold buy-back shares in treasury and governing the resale of such Treasury Shares. The Treasury Share regime gives issuers greater flexibility in managing their capital structure through share buy-backs and resale of Treasury Shares. The Companies (Amendment) Ordinance 2025 came into effect on 17 April 2025, introducing amendments to the Companies Ordinance which enable issuers incorporated in Hong Kong to adopt the Treasury Share regime under the amended Listing Rules.

In accordance with the abovementioned amendments, if the Company buys back its Shares pursuant to the general mandate to buy back Shares, it may (i) cancel the buy-back Shares and/or (ii) hold such Shares in treasury, subject to market conditions and the Company's capital management needs at the relevant time of the Share buy-backs.

Shareholders' rights attached to any Shares held in treasury by the Company will be suspended under the Companies Ordinance once the Shares are bought back by the Company, irrespective of whether they are held in the name of the Company or its nominee. Any resale or transfer of the Treasury Shares (if any) of the Company will be subject to the ordinary resolution in respect of the general mandate to issue Shares set out in the resolution of the notice of the Annual General Meeting and made in accordance with the Listing Rules and the Companies Ordinance.

8. SHARE PRICES

The highest and lowest prices at which the Shares were traded on the Stock Exchange during each calendar month in the previous 12 months up to the Latest Practicable Date were as follows:

Year	Month	Price per Share (HK\$)	
		Highest	Lowest
2025	May	1.930	1.700
	June	2.190	1.840
	July	2.940	1.810
	August	2.630	2.060
	September	2.720	2.060
	October	2.290	1.860
	November	2.140	1.720
	December	2.800	1.700
2026	January	4.660	3.870
	February	4.380	4.040
	March	5.870	3.980
	April	5.380	4.400
	May	5.160	4.040
	June (up to and including the Latest Practicable Date)	4.190	3.440

The following are the details of the retiring Directors proposed to be re-elected at the Annual General Meeting.

1. DR. JINCAI LI

Dr. Jincai Li (李錦才), aged 53, is an executive Director and chairman of the Board. He is primarily responsible for formulating overall strategic plans, business development and daily operations of the Group. Dr. Li has over 20 years of experience in biologics process development, scale-up and cGMP manufacturing (current good manufacturing practice). He has been a director of Wuxi XDC since its incorporation in December 2020, and has been re-designated as an executive director and appointed as the chief executive officer of WuXi XDC since June 2023. Under his leadership, WuXi XDC became a leading antibody drug conjugate (“ADC”) and bioconjugates contract research, development and manufacturing organization (“CRDMO”), which was recognised by the 2022 World ADC Awards’ Runner Up prize in the “Best CMO Provider” category and the winner of the 2023 World ADC Awards’ prize in the “Best Contract Development Manufacturing Organization (CDMO)” category.

Dr. Li joined WuXi Biologics (Cayman) Inc. (together with its subsidiaries, “**WXB Group**”) in September 2011 and has served as the senior vice president at the WXB Group since May 2020. Before Dr. Li joined the WXB Group, from August 2007 to September 2011, Dr. Li had served as a group leader at Genentech, Inc. where he was responsible for cell culture process development. From April 2006 to July 2007, Dr. Li was a scientist at Tanox, Inc., and from August 2001 to March 2006, Dr. Li was a staff scientist at Diversa Corporation (now BASF) where he was in charge of process development for multiple biologics projects.

Dr. Li obtained a bachelor’s degree in chemical engineering and technology and minor in chemistry from Tsinghua University in the PRC in July 1996. Dr. Li then obtained a doctoral degree majoring in chemical and biochemical engineering from University of Maryland Baltimore County in the United States in August 2001.

Dr. Li has entered into a service contract with the Company for a term of three years commencing on 29 April 2026 and is terminable by either party with one month’s written notice. Dr. Li will not receive additional remuneration from the Company serving as a Director. The remuneration of all Directors are determined by the Board with reference to his or her qualification and experience and his or her duties and responsibilities within the Company, the terms of the remuneration policy of the Company and the recommendation from the Remuneration Committee.

Save as disclosed above, Dr. Li did not hold any directorship in other listed public companies in the three years immediately preceding the Latest Practicable Date. Save as disclosed and as far as the Board is aware, Dr. Li does not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company.

As at the Latest Practicable Date, Dr. Li did not have any interest or short position in the Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, Dr. Li confirmed that there are no other matters that need to be brought to the attention of the Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to Rules 13.51(2) of the Listing Rules.

2. MR. XIAOJIE XI

Mr. Xiaojie Xi (席曉捷), aged 50, is a non-executive Director. Mr. Xi is primarily responsible for overseeing the overall financial management, financial matters and strategic development of the Group. Mr. Xi has been an executive director of WuXi XDC since June 2023 and the chief financial officer and company secretary of WuXi XDC since May 2023 and November 2023, respectively. He brings over 20 years of financial industry experience in the United States and the PRC, including investment banking and private equity investment with many public and private companies.

Prior to joining WuXi XDC, from November 2018 to May 2023, Mr. Xi had served as the chief financial officer and simultaneously from April 2020 to May 2023, a joint company secretary of Akeso, Inc. (Hong Kong Stock Exchange: 09926). Before that, from August 2017 to October 2018, he was a director at SIN Capital (HK) Limited, focusing on investments in the healthcare industry in China, and from April 2015 to July 2017, he served as a director of corporate finance and capital markets at CLSA Limited. Between October 2013 and April 2015, Mr. Xi was the vice president of investment banking and strategic advisory department at Credit Suisse AG (Hong Kong branch). From March 2010 to April 2013, Mr. Xi served as the vice president of investment banking division at Morgan Stanley Asia Limited. During his time with the aforementioned investment banks, Mr. Xi had executed high profile transactions, including IPOs, debt and equity financings and M&As for leading companies in China.

Mr. Xi obtained his bachelor's degree in biochemistry from Wuhan University in the PRC in 1997 and obtained his master's degree in science from Rutgers, The State University of New Jersey in the United States in 2002. He then completed his Master's degree in business administration with distinction at New York University, Stern School of Business in the United States in 2008.

Mr. Xi has entered into a director's appointment letter with the Company for a term of three years commencing on 29 April 2026 and is terminable by either party with one month's written notice. Mr. Xi will not receive additional remuneration from the Company serving as a Director. The remuneration of all Directors are determined by the Board with reference to his or her qualification and experience and his or her duties and responsibilities within the Company, the terms of the remuneration policy of the Company and the recommendation from the Remuneration Committee.

Save as disclosed above, Mr. Xi did not hold any directorship in other listed public companies in the three years immediately preceding the Latest Practicable Date. Save as disclosed above and as far as the Board is aware, Mr. Xi does not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company.

As at the Latest Practicable Date, Mr. Xi did not have any interest or short position in the Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Xi confirmed that there are no other matters that need to be brought to the attention of the Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to Rules 13.51(2) of the Listing Rules.

3. MR. XIN FAN

Mr. Xin Fan (樊欣), aged 47, is an independent non-executive Director. Mr. Fan is primarily responsible for supervising and providing independent judgment to the board of the Group. Mr. Fan has served as the chief financial officer of Bilibili Inc. (哔哩哔哩股份有限公司) (Nasdaq: BILI; Hong Kong Stock Exchange: 9626) since September 2017. Prior to that, Mr. Fan had served as Bilibili Inc.'s vice president of finance since April 2016. Before joining Bilibili Inc., Mr. Fan served as a finance director at NetEase, Inc. (網易股份有限公司) (Nasdaq: NTES; Hong Kong Stock Exchange: 9999) from 2011 to 2016. Prior to 2011, Mr. Fan held various positions at KPMG Huazhen LLP (畢馬威華振會計師事務所(特殊普通合伙)) for an aggregate of eight years and served as a senior manager there from 2008 to 2011. Mr. Fan has also served as an independent director of Sipai Health Technology Co., Ltd. (思派健康科技有限公司) (Hong Kong Stock Exchange: 0314) since May 2023 and as an independent director of MicroPort NeuroScientific Corporation (微創腦科學有限公司) (Hong Kong Stock Exchange: 2172) since June 2024.

Mr. Fan received his bachelor's degree in international accounting from Shanghai University of Finance and Economics in the PRC in 2001. Mr. Fan is a regular member of the American Institute of Certified Public Accountants and a certified public accountant in the PRC. He also holds licences as chartered global management accountant and chartered certified accountant in the United Kingdom.

Mr. Fan has entered into a director's appointment letter with the Company for a term of three years commencing on 29 April 2026 and is terminable by either party with one month's written notice. Mr. Fan is entitled to an annual Director's fee of HK\$450,000. The remuneration of all Directors are determined by the Board with reference to his or her qualification and experience and his or her duties and responsibilities within the Company, the terms of the remuneration policy of the Company and the recommendation from the Remuneration Committee.

Save as disclosed above, Mr. Fan did not hold any directorship in other listed public companies in the three years immediately preceding the Latest Practicable Date. As far as the Board is aware, Mr. Fan does not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company.

As at the Latest Practicable Date, Mr. Fan did not have any interest or short position in the Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

The Board has received from Mr. Fan a confirmation of his independence pursuant to Rule 3.13 of the Listing Rules. Mr. Fan also confirmed that (i) he meets the

independence criteria as set out in Rule 3.13 of the Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company, and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, Mr. Fan confirmed that there are no other matters that need to be brought to the attention of the Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to Rules 13.51(2) of the Listing Rules.

4. DR. ULF GRAWUNDER

Dr. Ulf Grawunder, aged 61, is an independent non-executive Director. He is primarily responsible for supervising and providing independent judgment to the board of the Group. Dr. Grawunder is an experienced Swiss life-science entrepreneur with over 20 years of experience in the therapeutic antibody development industry. He has also been an independent non-executive director of WuXi XDC since November 2023 and Nasdaq-listed Adagene Inc. (ADAG), since April 2024.

Dr. Grawunder is a co-founder and, since 2022, has served as chief executive officer and initially Board member of T-CURX LLC in Germany, a German biotech company that focuses on the development of next-generation CAR-T cell therapies for cancer patients. Furthermore, since 2022, he is also managing partner of Viopas Venture Consulting LLC, Switzerland. Before that, from 2012 to 2021, Dr. Grawunder was the founder and chief executive officer of NBE-Therapeutics Ltd in Switzerland, a biotech company developing ADCs for cancer therapy, acquired by Boehringer Ingelheim, Germany in 2021. Dr. Grawunder began his industry career in 2003 by co-founding Swiss biotechnology company 4-Antibody Ltd, developing therapeutic antibodies in autoimmunity and oncology, where from 2006 to 2012 he initially served as chief executive officer and later as the chief scientific officer, until the company was sold to US-based, Nasdaq-listed Agenus Inc. (AGEN).

Dr. Grawunder served as advisor to Swiss ADC biotech company, Araris Biotech, until its acquisition by Japanese pharmaceutical company Taiho Pharmaceutical in March 2025. Since 2026 Dr. Grawunder is advisor to Swiss ADC biotech company Clearidebio-Therapeutics. From 2010 to 2014 Dr. Grawunder was also Vice-president of the Swiss Biotech Association.

Dr. Grawunder obtained his bachelor's degree in biochemistry in October 1988 and his master's degree in biochemistry in July 1991, both from the University of Bayreuth, Germany. He subsequently obtained his doctoral degree in cell biology from the University of Basel in Switzerland in July 1994, followed by post-doctoral research in the United States at Washington University School of Medicine in St. Louis, MO, and University of Southern California in Los Angeles, CA, from 1995-1998. In addition, Dr. Grawunder holds a diploma in Technology Entrepreneurship from the University of St. Gallen, School of Business, in Switzerland.

Dr. Grawunder has entered into a director's appointment letter with the Company for a term of three years commencing on 29 April 2026 and is terminable by either party

with one month's written notice. Dr. Grawunder is entitled to an annual Director's fee of HK\$450,000. The remuneration of all Directors are determined by the Board with reference to his or her qualification and experience and his or her duties and responsibilities within the Company, the terms of the remuneration policy of the Company and the recommendation from the Remuneration Committee.

Save as disclosed above, Dr. Grawunder did not hold any directorship in other listed public companies in the three years immediately preceding the Latest Practicable Date. As far as the Board is aware, Dr. Grawunder does not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company.

As at the Latest Practicable Date, Dr. Grawunder did not have any interest or short position in the Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

The Board has received from Dr. Grawunder a confirmation of his independence pursuant to Rule 3.13 of the Listing Rules. Dr. Grawunder also confirmed that (i) he meets the independence criteria as set out in Rule 3.13 of the Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company, and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, Dr. Grawunder confirmed that there are no other matters that need to be brought to the attention of the Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to Rules 13.51(2) of the Listing Rules.

5. DR. CHAOHONG HU

Dr. Chaohong Hu (胡朝紅), aged 60, is an independent non-executive Director. Dr. Hu is primarily responsible for supervising and providing independent judgment to the board of the Group. She has been an independent non-executive director of Hutchmed (China) Limited (和黃醫藥(中國)有限公司) (Hong Kong Stock Exchange: 0013) since 2024 and is currently the chief operating officer of D Biotherapeutics, LLC and an owner and principal consultant of Lakebio Consulting, LLC. She was previously the executive director and co-chief executive officer of Lepu Biopharma Co., Ltd. (樂普生物科技股份有限公司) (Hong Kong Stock Exchange: 2157) from 2020 to January 2024. She was also chief executive officer and chairman of the board of Shanghai Miracogen Inc. (上海美雅珂生物技術有限責任公司) ("**Shanghai Miracogen**"), a company founded by Dr. Hu, focusing on the research and development, clinical study and industrialization of new drugs for targeted cancer therapy – ADCs, from 2014 to January 2024. She disposed of all her interests in Shanghai Miracogen in 2020. Prior to founding Shanghai Miracogen, Dr. Hu served as a director of the Bioassay Development and Process Analytics department at Seagen Inc. (previously listed on Nasdaq); director of the Molecular Biology and Clinical Immunology department of GlaxoSmithKline plc (currently GSK plc) (葛蘭素史克股份有限公司) (LSE/NYSE: GSK); and research scientist and director of the Molecular Biology and Clinical Immunology department of ID Biomedical Corporation (previously listed on Nasdaq). She was also a post-doctoral fellow of the University of Washington.

APPENDIX II DETAILS OF RETIRING DIRECTORS PROPOSED FOR RE-ELECTION

Dr. Hu holds a Bachelor of Science degree in biochemistry from Wuhan University in the PRC and a PhD in molecular biology from Institute of Biophysics, Chinese Academy of Sciences in the PRC.

Dr. Hu has entered into a director's appointment letter with the Company for a term of three years commencing on 29 April 2026 and is terminable by either party with one month's written notice. Dr. Hu is entitled to an annual Director's fee of HK\$450,000. The remuneration of all Directors are determined by the Board with reference to his or her qualification and experience and his or her duties and responsibilities within the Company, the terms of the remuneration policy of the Company and the recommendation from the Remuneration Committee.

Save as disclosed above, Dr. Hu did not hold any directorship in other listed public companies in the three years immediately preceding the Latest Practicable Date. As far as the Board is aware, Dr. Hu does not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company.

As at the Latest Practicable Date, Dr. Hu did not have any interest or short position in the Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

The Board has received from Dr. Hu a confirmation of her independence pursuant to Rule 3.13 of the Listing Rules. Dr. Hu also confirmed that (i) she meets the independence criteria as set out in Rule 3.13 of the Listing Rules; (ii) she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company, and (iii) there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, Dr. Hu confirmed that there are no other matters that need to be brought to the attention of the Shareholders in connection with her re-election and there is no other information that should be disclosed pursuant to Rules 13.51(2) of the Listing Rules.



BioDlink International Company Limited

東曜藥業股份有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1875)

NOTICE IS HEREBY GIVEN that a hybrid annual general meeting of BioDlink International Company Limited (the “**Company**”) will be held on Friday, 26 June 2026 at 1:00 p.m. with the combination of a physical meeting at Atour Hotel, No. 5 Xinhua Road, Xinwu District, Wuxi City, Jiangsu Province, China and a virtual meeting online for the following purposes:

ORDINARY RESOLUTIONS

1. To receive and approve the audited consolidated financial statements of the Company and its subsidiaries, the report of the directors of the Company (the “**Directors**”, collectively known as the “**Board**”) and the report of the auditor of the Company for the year ended 31 December 2025.
2.
 - A. To re-elect Dr. Jincai Li as an executive Director.
 - B. To re-elect Mr. Xiaojie Xi as a non-executive Director.
 - C. To re-elect Mr. Xin Fan as an independent non-executive Director.
 - D. To re-elect Dr. Ulf Grawunder as an independent non-executive Director.
 - E. To re-elect Dr. Chaohong Hu as an independent non-executive Director.
 - F. To authorise the Board to fix the remuneration of the Directors.
3. To appoint Messrs. Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the Board to fix its remuneration.
4. As special business to consider and, if thought fit, pass the following resolutions as ordinary resolutions with or without amendments:
 - A. “**THAT:**
 - (a) subject to paragraph (c) below, pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with additional shares in the

NOTICE OF ANNUAL GENERAL MEETING

share capital of the Company (the “**Shares**”) and to make or grant offers, agreements, options, awards and other rights which would or might require the exercise of such powers (together with the sale or transfer of treasury Shares), be and is hereby generally and unconditionally approved;

- (b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period to make or grant offers, agreements, options, awards and other rights which would or might require the exercise of such powers after the end of the Relevant Period;
- (c) the total number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or award or otherwise) by the Directors (together with the sale or transfer of treasury Shares) pursuant to the approval in paragraph (a) above, otherwise than pursuant to or in consequence of:
 - (i) a Rights Issue (as defined below); or
 - (ii) any issue of Shares under a share scheme of the Company or similar arrangement for the time being adopted for the grant or issue to option or award holders of Shares; or
 - (iii) any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company; or
 - (iv) any adjustment, after the date of grant or issue of any options, awards, rights to subscribe or other securities referred to above, in the price at which Shares shall be subscribed, and/or in the number of Shares which shall be subscribed, on exercise of relevant rights under such options, awards, rights to subscribe or other securities, such adjustment being made in accordance with, or as contemplated by, the terms of such options, awards, rights to subscribe or other securities; or
 - (v) a specified authority granted by the shareholders of the Company (the “**Shareholders**”) in general meeting,

shall not exceed the aggregate of:

- (aa) 20% of the total number of issued Shares of the Company (excluding treasury Shares) as at the date of passing of this resolution; and

NOTICE OF ANNUAL GENERAL MEETING

(bb) (if the Directors are so authorised by a separate ordinary resolution of the Shareholders) the total number of Shares of the Company bought back by the Company subsequent to the passing of this resolution (up to a maximum equivalent to 10% of the number of issued Shares of the Company (excluding treasury Shares) as at the date of passing of this resolution), and the said approval shall be limited accordingly; and

(d) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any other applicable laws of Hong Kong to be held; or
- (iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the Shareholders in general meeting.

“Rights Issue” means an offer of Shares, or an offer of warrants, options, awards or other securities giving rights to subscribe for Shares, open for a period fixed by the Directors to holders of Shares on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares (subject in all cases to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory outside Hong Kong).

Any reference to an allotment, issue, grant or offer of, or dealing with, Shares of the Company shall include a sale or transfer of treasury shares in the capital of the Company to the extent permitted by, and subject to the provisions of, the Listing Rules and all applicable laws and regulations.”

NOTICE OF ANNUAL GENERAL MEETING

B. **“THAT:**

- (a) subject to paragraph (b) below, the exercise by the Directors during the Relevant Period (as defined below) of all powers of the Company to buy back its own Shares on The Stock Exchange of Hong Kong Limited (the **“Stock Exchange”**) or on any other stock exchange on which the Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and/or the requirements of the Listing Rules or of any other stock exchange, as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the total number of Shares to be bought back or agreed conditionally or unconditionally to be bought back by the Company pursuant to paragraph (a) above during the Relevant Period shall not exceed 10% of the total number of issued Shares of the Company (excluding treasury Shares) as at the date of passing of this resolution and the authority pursuant to paragraph (a) above shall be limited accordingly; and
- (c) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
 - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any other applicable laws of Hong Kong to be held; or
 - (iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the Shareholders in general meeting.”
- C. **“THAT** conditional upon resolutions no. 4A and 4B above being passed, the unconditional general mandate granted to the Directors to allot, issue and deal with additional Shares and to make or grant offers, agreements, options, awards and other rights, or issue other securities which would or might require the exercise of such powers pursuant to resolution no. 4A above (together with the sale or transfer of treasury Shares) be and is hereby extended by the addition thereto of an amount representing the total number of Shares of the Company bought back by the Company under the authority granted pursuant to resolution no. 4B

NOTICE OF ANNUAL GENERAL MEETING

above, provided that such amount shall not exceed 10% of the total number of issued Shares of the Company (excluding treasury Shares) as at the date of passing of the said resolution.”

By order of the Board
BioDlink International Company Limited
Dr. Jincai Li
Chairperson and Executive Director

Hong Kong, 5 June 2026

Notes:

1. The above meeting or any adjournment thereof (the “AGM”) will be conducted in a hybrid manner with the combination of a physical meeting and a virtual meeting online. Shareholders will have the option of joining the AGM either (a) through the physical meeting at Atour Hotel, No. 5 Xinhua Road, Xinwu District, Wuxi City, Jiangsu Province, China; or (b) through the Internet by using their computer, tablet device or smartphone.

Registered Shareholders will be able to attend the AGM, vote and submit questions online via the designated website (<https://evoting.vistra.com>) by using the username and password provided on the notification letter sent by the Company.

Non-registered Shareholders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to attend the AGM, vote and submit questions online. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements.

2. Every member entitled to attend and vote at the AGM is entitled to appoint another person as his proxy. Any member who holds two or more Shares may appoint more than one proxy. A proxy need not be a member of the Company. The number of proxies appointed by a clearing house (or its nominee) is not subject to the aforesaid limitation.
3. Where there are joint holders of any Shares, any one of such persons may vote at the AGM, either personally or by proxy, in respect of such Shares as if he were solely entitled thereto; but if more than one of such joint holders be present at the AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Shares will alone be entitled to vote in respect thereof.
4. To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy of that power or authority), must be deposited at the Company’s share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated website (<https://evoting.vistra.com>) by using the username and password provided on the notification letter sent by the Company not less than 48 hours before the time appointed for the holding of the AGM (i.e. not later than 1:00 p.m. on Wednesday, 24 June 2026) or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude a member from attending the AGM and voting in person if he so wishes. In the event of a member who has lodged a form of proxy attending the AGM, the form of proxy will be deemed to have been revoked.

Registered Shareholders are requested to provide a valid email address of himself/herself/itself or his/her/its proxy (except for the appointment of the chairman of the AGM) for the proxy to receive the login access code to participate online in the Vistra eVoting Portal.

NOTICE OF ANNUAL GENERAL MEETING

5. The register of members of the Company will be closed from Tuesday, 23 June 2026 to Friday, 26 June 2026 (both days inclusive), during which period no transfer of Shares will be effected. The record date for ascertaining Shareholders' eligibility to participate in and vote at the Annual General Meeting will be Friday, 26 June 2026. In order to qualify for the right to attend and vote at the AGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's 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 Monday, 22 June 2026 for registration of transfer.
6. All the resolutions set out in this notice shall be decided by poll.
7. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the executive Director is Dr. Jincal Li; the non-executive Director is Mr. Xiaojie Xi; and the independent non-executive Directors are Mr. Xin Fan, Dr. Ulf Grawunder and Dr. Chaohong Hu.