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CARsgen Therapeutics Holdings Limited

科濟藥業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2171)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 21 MAY 2024**

At the annual general meeting (the “AGM”) of CARsgen Therapeutics Holdings Limited (the “Company”) held on 21 May 2024, all the proposed resolutions, as set out in the notice and the supplemental notice of the AGM dated 18 April 2024 and 30 April 2024 respectively, were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors of the Company for the year ended 31 December 2023.	252,286,119 (100.0000%)	0 (0.000000%)
2.	To re-elect Dr. Zonghai LI as an executive director of the Company.	249,160,182 (98.760956%)	3,125,937 (1.239044%)
3.	To re-elect Dr. Huamao WANG as an executive director of the Company.	251,834,366 (99.820936%)	451,753 (0.179064%)
4.	To re-elect Mr. Bingsen GUO as a non-executive director of the Company.	251,775,682 (99.797675%)	510,437 (0.202325%)
5.	To re-elect Ms. Xiangke ZHAO as an independent non-executive director of the Company.	252,286,119 (100.0000%)	0 (0.000000%)
6.	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	252,174,119 (99.955606%)	112,000 (0.044394%)
7.	To re-appoint Ernst & Young as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	252,286,119 (100.0000%)	0 (0.000000%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
8.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the number of issued shares of the Company.	244,822,760 (97.041708%)	7,463,359 (2.958292%)
9.	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the number of issued shares of the Company.	252,286,119 (100.0000%)	0 (0.000000%)
10.	To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 8 to issue shares by adding the number of shares repurchased under ordinary resolution no. 9.	245,789,057 (97.424725%)	6,497,062 (2.575275%)
Special Resolution		Number of Votes (%)	
		For	Against
11.	To approve the Proposed Articles Amendments and the adoption of the Eighth Amended and Restated Memorandum and Articles of Association.	252,286,119 (100.0000%)	0 (0.000000%)
Ordinary Resolution		Number of Votes (%)	
		For	Against
12.	To re-elect Dr. Wen ZHOU as an independent non-executive director of the Company.	252,286,119 (100.0000%)	0 (0.000000%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 10 and 12, all these resolutions were duly passed as ordinary resolutions.
- (b) As more than 75% of the votes were cast in favour of resolution numbered 11, this resolution was duly passed as a special resolution.
- (c) The total number of shares of the Company in issue as at the date of the AGM was 575,643,915 shares.
- (d) As at the date of the AGM, KASTLE LIMITED, the trustee of the equity incentive plan and the post-IPO RSU scheme, abstained from voting at the AGM with respect to 17,730,034 shares of the Company held by it in accordance with Rule 17.05A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Accordingly, the total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 557,913,881 shares.
- (e) Save as disclosed above, to the best of the knowledge, information and belief of the Board, and having made all reasonable enquiries, (i) there were no shares entitling the holder to attend but where the holder was required to abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules; (ii) no shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM; and (iii) none of the shareholders of the Company have stated their intention in the Company’s circular dated 18 April 2024 and the supplemental circular dated 30 April 2024 to vote against or to abstain from voting on any of the resolutions at the AGM.

- (f) The Company's branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (g) All directors of the Company either attended the AGM physically or by electronic means.

By order of the board
CARsgen Therapeutics Holdings Limited
Dr. Zonghai LI
Chairman

Hong Kong, 21 May 2024

As at the date of this announcement, the board of directors of the Company comprises Dr. Zonghai LI, Dr. Huamao WANG and Dr. Hua JIANG as executive Directors; Mr. Bingsen GUO, Mr. Huaqing GUO and Mr. Ronggang XIE as non-executive Directors; Dr. Guangmei YAN, Ms. Xiangke ZHAO and Dr. Wen ZHOU as the independent non-executive Directors.