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Brii Biosciences Limited
騰盛博药生物科技有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2137)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON JUNE 25, 2024,
EXPIRATION OF TERM OF A NON-EXECUTIVE DIRECTOR AND
APPOINTMENT OF A MEMBER OF SAB**

POLL RESULTS OF THE AGM

References are made to the notice of annual general meeting (the “**Notice**”) of Brii Biosciences Limited (the “**Company**”) dated April 26, 2024 and the circular of the Company (the “**Circular**”) dated April 26, 2024. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that at the AGM held on Tuesday, June 25, 2024 at 8:30 a.m. (Hong Kong time) all the proposed resolutions as set out in the Notice were taken by way of poll.

The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (Approximate percentage of number of votes cast (%))	
		For	Against
1.	To receive, consider and adopt 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 (the “ Auditor ”) for the year ended December 31, 2023.	106,117,538 (99.83%)	177,500 (0.17%)

Ordinary Resolutions		Number of Votes (Approximate percentage of number of votes cast (%))	
		For	Against
2A.	To re-elect Dr. Zhi Hong as an executive Director.	106,107,038 (99.82%)	188,000 (0.18%)
2B.	To re-elect Ms. Grace Hui Tang as an independent non-executive Director.	106,117,538 (99.83%)	177,500 (0.17%)
2C.	To re-elect Dr. Martin J Murphy Jr as an independent non-executive Director.	106,117,538 (99.83%)	177,500 (0.17%)
2D.	To authorise the Board to fix the remuneration of the Directors.	106,117,538 (99.83%)	177,500 (0.17%)
3.	To re-appoint Deloitte Touche Tohmatsu as the Auditor to hold office until the next annual general meeting of the Company and to authorise the Board to fix its remuneration.	106,117,538 (99.83%)	177,500 (0.17%)
4A.	To grant a general mandate to the Directors to allot, issue and deal with additional shares in the Company (including any sale or transfer of treasury shares out of treasury) not exceeding 20% of the total number of issued shares (excluding treasury shares) of the Company as at the date of passing of the relevant resolution.	105,261,688 (99.03%)	1,033,350 (0.97%)
4B.	To grant a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of issued shares (excluding treasury shares) of the Company as at the date of passing of the relevant resolution.	106,295,038 (100.00%)	0 (0.00%)
4C.	To extend, conditional upon the above ordinary resolutions no. 4(A) and 4(B) being duly passed, the authority given to the Directors pursuant to ordinary resolution no. 4(A) to issue additional shares of the Company (including any sale or transfer of treasury shares out of treasury) by adding the number of shares of the Company bought back under ordinary resolution no. 4(B).	105,439,688 (99.20%)	855,350 (0.80%)

Notes:

- (a) The full text of the above resolutions appears in the Notice.
- (b) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 4(C) at the AGM, such resolutions were duly passed as ordinary resolutions.
- (c) As at the date of the AGM, the total number of Shares in issue was 729,989,776 Shares. There were no repurchased shares pending cancellation or treasury shares held by the Company as at the date of the AGM.

- (d) The total number of Shares entitling the holder to attend and vote on the resolutions at the AGM was 729,989,776 Shares.
- (e) There were no Shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules.
- (f) Pursuant to Rules 17.05A and 17.12(2) of the Listing Rules, Kastle Limited, being the trustee of the Post-IPO Share Award Scheme and the 2023 share award scheme adopted by the Company on September 1, 2023, and holding a total of 24,821 unvested Shares underlying the restricted share units granted under the aforesaid schemes as at the date of the AGM, shall not exercise any voting rights in respect of any unvested Shares held by it as trustee, and accordingly did not exercise such voting rights at the AGM. Except as aforesaid, no Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (g) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (i) Dr. Zhi Hong, Dr. Ankang Li, Dr. Martin J Murphy Jr, Mr. Yiu Wa Alec Tsui, Mr. Gregg Huber Alton and Dr. Taiyin Yang attended the AGM via electronic means.

EXPIRATION OF TERM OF A NON-EXECUTIVE DIRECTOR AND APPOINTMENT OF A MEMBER OF SAB

The Board hereby announces that, the term of office of appointment of Mr. Robert Taylor NELSEN (“**Mr. Nelsen**”) as a non-executive Director will expire on July 12, 2024. Mr. Nelsen has confirmed that he will not renew the appointment after the end of his current term for his ever-increasing new ventures and business commitments. Mr. Nelsen will also retire from his position as a member of the strategy committee of the Board. In recognition of Mr. Nelsen's invaluable contribution to the Company during his tenure of services since the inception of the Company in 2018, the Board has requested and Mr. Nelsen has agreed to serve in the capacity as a member of the scientific advisory board (“**SAB**”) of the Company with effect from July 13, 2024, providing consulting services in the form of high-level strategic guidance and advice regarding the Company's research and development.

Mr. Nelsen had confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Nelsen for his valuable contribution to the Company during his tenure of services as a non-executive Director.

By order of the Board
Brii Biosciences Limited
Dr. Zhi Hong
Chairman

Hong Kong, June 25, 2024

As at the date of this announcement, the Board comprises Dr. Zhi Hong and Dr. Ankang Li as executive directors; Mr. Robert Taylor Nelsen as non-executive director; and Dr. Martin J Murphy Jr, Ms. Grace Hui Tang, Mr. Yiu Wa Alec Tsui, Mr. Gregg Huber Alton and Dr. Taiyin Yang as independent non-executive directors.