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Brii Biosciences Limited
腾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 3, 2025 AND CHANGE IN COMPOSITION OF THE NOMINATION COMMITTEE

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 28, 2025, the circular of the Company (the "**Circular**") dated April 28, 2025 and the clarification announcement of the Company dated April 28, 2025. 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 Monday, June 2, 2025, at 9:00 p.m. (The Eastern Time)/Tuesday, June 3, 2025 at 9:00 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, 2024.	255,894,910 (97.63%)	6,211,010 (2.37%)
2A.	To re-elect Dr. Ankang Li as an executive Director.	252,824,910 (96.46%)	9,291,001 (3.54%)
2B.	To re-elect Mr. Gregg Huber Alton as an independent non-executive Director.	253,224,910 (96.61%)	8,891,001 (3.39%)
2C.	To re-elect Mr. Yiu Wa Alec Tsui as an independent non-executive Director.	252,824,910 (97.62%)	6,171,001 (2.38%)
2D.	To authorise the Board to fix the remuneration of the Directors.	252,824,910 (97.45%)	6,621,001 (2.55%)
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.	253,224,910 (96.61%)	8,891,001 (3.39%)

Ordinary Resolutions		Number of Votes (Approximate percentage of number of votes cast (%))	
		For	Against
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.	250,631,910 (96.60%)	8,814,001 (3.40%)
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.	259,596,911 (98.89%)	2,909,000 (1.11%)
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).	251,048,911 (96.76%)	8,397,000 (3.24%)

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 731,994,626 Shares. There were no repurchased shares pending cancellation and 12,723,500 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 719,271,018 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, and holding a total of 108 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, Ms. Grace Hui Tang, Mr. Yiu Wa Alec Tsui, Mr. Gregg Huber Alton and Dr. Taiyin Yang attended the AGM via electronic means.

CHANGE IN COMPOSITION OF THE NOMINATION COMMITTEE

The Board hereby announces that with effect from June 3, 2025, Ms. Grace Hui Tang, an independent non-executive Director, has been appointed as a member of the Nomination Committee.

Following the above change, the Nomination Committee will comprise four members, namely Mr. Gregg Huber Alton (chairman), Dr. Zhi Hong, Dr. Martin J Murphy Jr and Ms. Grace Hui Tang.

The above change was made in response to the amended Corporate Governance Code contained in Appendix C1 to the Listing Rules which will come into effect on July 1, 2025. Good corporate governance plays a significant role in the overall performance of the Company and the Board believes that the implementation of such changes could strengthen the effectiveness and diversity of the Board and further enhance good corporate governance practice of the Company as a whole.

The Board would like to extend its warm welcome to Ms. Grace Hui Tang for her new appointment in the Nomination Committee.

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

Hong Kong, June 3, 2025

As at the date of this announcement, the Board comprises Dr. Zhi Hong and Dr. Ankang Li as executive Directors; 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.