

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



## Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd.

### 四川科倫博泰生物醫藥股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 6990)

**(1) POLL RESULTS OF THE ANNUAL GENERAL  
MEETING HELD ON JUNE 20, 2025**

**(2) AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND  
ABOLISHMENT OF THE SUPERVISORY COMMITTEE**

**(3) CHANGE OF DIRECTORS  
AND**

**(4) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

References are made to the notice and circular (the “Circular”) of the annual general meeting (the “AGM”) of Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd. (the “Company”) dated May 21, 2025. Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Circular.

The board (the “Board”) of directors (“Directors”) of the Company is pleased to announce the poll results of the AGM held at 9:00 a.m. on June 20, 2025 at Meeting Room 1, R&D Building, Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd., No. 666 Xinhua Avenue, Chengdu Cross-Strait Science and Technology Industry Development Park, Wenjiang District, Chengdu, Sichuan Province, the People’s Republic of China.

#### Poll Results of Resolutions Proposed at the AGM

Resolutions of the AGM were voted on by poll. The voting results of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the financial budget report of the Company for the year 2025.	160,831,183 (91.811083%)	826,342 (0.471720%)	13,518,693 (7.717197%)
2.	To consider and approve the report of the Board of Directors for the year 2024.	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
3.	To consider and approve the report of the Supervisory Committee for the year 2024.	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
4.	To consider and approve the annual report of the Company for the year 2024.	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
5.	To consider and approve the re-appointment of KPMG as the auditors of the Company for the year 2025, for a term commencing from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company, and to authorize the Board of Directors to determine the specific matters, including but not limited to their remuneration of not more than RMB2,800,000 for the year 2025 before tax, in relation to such appointment.	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
6.	To consider and approve (i) the remuneration plan for the Directors of the fourth session of the Board and (ii) the remuneration plan for the Directors of the third session of the Board and for the Supervisors of the third session of the Supervisory Committee from the period of January 1, 2025 until the expiry of their respective terms of office.	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
7.	To consider and approve the annual profit distribution plan of the Company for the year 2024.	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
8.	To consider and approve the acquisition of wealth management products with idle self-owned funds for the year 2025, with the details as set out in the Circular.	160,832,422 (91.811790%)	825,103 (0.471013%)	13,518,693 (7.717197%)
9.	To consider and approve the election of:			
	(a) Mr. LIU Gexin as a non-executive Director of the fourth session of the Board with effect from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company at which a new session of the Board will be elected;	174,979,842 (99.887898%)	121,376 (0.069288%)	75,000 (0.042814%)
	(b) Mr. LIU Sichuan as a non-executive Director of the fourth session of the Board with effect from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company at which a new session of the Board will be elected;	174,286,376 (99.492030%)	814,842 (0.465156%)	75,000 (0.042814%)
	(c) Mr. LAI Degui as a non-executive Director of the fourth session of the Board with effect from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company at which a new session of the Board will be elected;	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
(d)	Mr. FENG Hao as a non-executive Director of the fourth session of the Board with effect from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company at which a new session of the Board will be elected;	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
(e)	Ms. LIAO Yihong as a non-executive Director of the fourth session of the Board with effect from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company at which a new session of the Board will be elected;	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
(f)	Mr. ZENG Xuebo as a non-executive Director of the fourth session of the Board with effect from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company at which a new session of the Board will be elected;	174,994,318 (99.896162%)	106,900 (0.061024%)	75,000 (0.042814%)
(g)	Dr. ZHENG Qiang as an independent non-executive Director of the fourth session of the Board with effect from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company at which a new session of the Board will be elected;	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
(h)	Dr. TU Wenwei as an independent non-executive Director of the fourth session of the Board with effect from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company at which a new session of the Board will be elected;	174,287,313 (99.492565%)	813,905 (0.464621%)	75,000 (0.042814%)
(i)	Dr. JIN Jinping as an independent non-executive Director of the fourth session of the Board with effect from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company at which a new session of the Board will be elected; and	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
(j)	Dr. LI Yuedong as an independent non-executive Director of the fourth session of the Board with effect from the date of approval of this resolution until the conclusion of the next annual general meeting of the Company at which a new session of the Board will be elected.	175,039,647 (99.922038%)	61,571 (0.035148%)	75,000 (0.042814%)

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
10.	To consider and approve the proposed amendments to the rules of procedure of the independent non-executive Directors as set out in Annex IV to the Circular.	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
SPECIAL RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
11.	To consider and approve the grant of a general mandate to the Board to issue Shares and sell Treasury Shares, with the details of the general mandate as set out in the Circular.	174,040,642 (99.351752%)	1,060,576 (0.605434%)	75,000 (0.042814%)
12.	To consider and approve the grant of a general mandate to the Board to repurchase H Shares, with the details of the general mandate as set out in the Circular.	175,101,218 (99.957186%)	0 (0.000000%)	75,000 (0.042814%)
13.	To consider and approve the proposed amendments to the articles of association of the Company and its appendices as set out in Annex III to the Circular.	174,266,813 (99.480863%)	834,405 (0.476323%)	75,000 (0.042814%)

*Notes:*

- (a) As more than one-half of the votes were cast in favour of resolutions 1 to 10 of the AGM, the said resolutions were duly passed as ordinary resolutions of the Company.
- (b) As above two-thirds of the votes were cast in favour of resolutions 11 to 13 of the AGM, the said resolutions were duly passed as special resolutions of the Company.
- (c) As at the date of the AGM, the total number of issued Shares of the Company was 233,185,969 Shares, consisting of 65,773,800 Domestic Shares, 4,642,190 Unlisted Foreign Shares and 162,769,979 H Shares.
- (d) The total number of Shares of the Company entitling the holders to attend and vote on resolutions 1 to 13 at the AGM was 233,185,969 Shares, consisting of 65,773,800 Domestic Shares, 4,642,190 Unlisted Foreign Shares and 162,769,979 H Shares. Shareholders (or their proxies) attending the AGM held 175,176,218 Shares in aggregate entitling them to vote on resolutions 1 to 13, representing approximately 75.122967% of the total number of Shares of the Company entitling the holders to attend and vote on such resolutions.
- (e) None of the Shares of the Company entitling the holders to attend the AGM required the holders to abstain from voting in favour of the resolutions pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (f) Save as disclosed above, none of the Shareholders of the Company have stated their intention in the Circular to vote against or abstain from voting on any of the resolutions at the AGM.
- (g) The convening of and the procedure for the holding of the AGM was in compliance with the requirements of PRC laws, administrative regulations and the Articles of Association.
- (h) The H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, two representatives of the Shareholders and a representative of the Supervisors acted as the counters and scrutineers for the vote-taking at the AGM.
- (i) The following Directors of the Board of the Company attended the AGM either in person or through video or teleconference: Mr. LIU Gexin, chairman of the Board and non-executive Director; Dr. GE Junyou, executive Director; Mr. LIU Sichuan, Mr. LAI Degui, Mr. FENG Hao, Mr. ZENG Xuebo and Mr. LI Dongfang, non-executive Directors; and Dr. ZHENG Qiang, Dr. TU Wenwei, Dr. JIN Jinping, and Dr. LI Yuedong, independent non-executive Directors.

## **Amendments to the Articles of Association and Abolishment of the Supervisory Committee**

Reference is made to the announcement of the Company dated June 12, 2025. As disclosed in such announcement, Articles 6 and 20 of the Articles of Association have been amended (the “**Placing-Related Amendments**”) to reflect the change in the registered capital and share capital structure of the Company following the completion of the placing of 5,918,000 H shares of the Company, with effect from June 12, 2025.

Special resolution 13 was passed by the Shareholders at the AGM to approve the proposed amendments to the Articles of Association as set out in the Circular (the “**AGM-Approved Amendments**”). Accordingly, the AGM-Approved Amendments to Articles shall become effective from the date of the AGM.

Accordingly, the amended Articles of Association will reflect both the Placing-Related Amendments and the AGM-Approved Amendments. The full text of the amended Articles of Association will be published on the websites of the Company (<https://kelun-biotech.com>) and The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)).

Following the approval of the amendments to the Articles of Association by the Shareholders at the AGM, the Company will abolish the Supervisory Committee with effect from the date of the AGM.

Each of the Supervisors of the Company has confirmed that he or she had no disagreement with the Board and there was no other matter that needed to be brought to the attention of The Stock Exchange of Hong Kong Limited or the Shareholders of the Company.

The Board would like to express its gratitude to all the Supervisors for their valuable contributions to the Company during their tenure of office.

## **Re-election/Appointment of Directors**

Following the passing of ordinary resolutions 9 by the Shareholders at the AGM, the Board is pleased to announce that:

- (1) Mr. LIU Gexin was re-elected as a non-executive Director, and as approved by the Board in the first board meeting of the fourth session of the Board held on June 20, 2025, Mr. LIU Gexin was appointed as the chairman of the fourth session of the Board;
- (2) Mr. LIU Sichuan, Mr. LAI Degui, Mr. FENG Hao and Mr. ZENG Xuebo were re-elected as non-executive Directors of the fourth session of the Board;

- (3) Ms. LIAO Yihong was appointed as a non-executive Director of the fourth session of the Board; and
- (4) Dr. ZHENG Qiang, Dr. TU Wenwei, Dr. JIN Jinping, and Dr. LI Yuedong were re-elected as independent non-executive Directors of the fourth session of the Board.

Their biographical details and other information disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out in the Circular.

#### **Election of the Employee Representative Director**

Following the passing of special resolution 13, the role of employee representative Director is established.

The Board is pleased to announce that Mr. GE Junyou was elected as the employee representative Director of the fourth session of the Board at the meeting of the employee representative of the Company held on June 20, 2025. Mr. GE Junyou serves as an executive Director, general manager and chief executive officer of the Company.

The biographical details and other information of Mr. GE Junyou disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out in the announcement of the Company dated March 24, 2025 regarding, among others, the proposed election of Directors of the fourth session of the Board.

#### **Expiry of Term of Non-Executive Director**

Reference is made to the announcement of the Company dated January 28, 2025 regarding, among others, the postponement of change of session of the Board. As disclosed in such announcement, the third session of the Board will be extended to the change of session of the Board.

Following the change of session of the Board at the AGM, the extended term of the third session of the Board has expired. Accordingly, Mr. LI Dongfang, a non-executive Director of the third session of the Board, will cease to be a non-executive Director with effect from June 20, 2025 in order to devote more time to his personal affairs.

Mr. Li has confirmed that he had no disagreement with the Board and there was no other matter that needed to be brought to the attention of The Stock Exchange of Hong Kong Limited or the Shareholders of the Company.

The Board would like to express its gratitude to Mr. Li for his valuable contributions to the Company during his tenure of office.

### **Change in Composition of Board Committees**

The Board further announces that, with effect from June 20, 2025, the composition of the Audit Committee, Nomination Committee and Remuneration Committee of the Board are as follows:

- (1) Audit Committee: Dr. LI Yuedong (chairperson), Dr. TU Wenwei and Dr. ZHENG Qiang;
- (2) Nomination Committee: Mr. LIU Gexin (chairperson), Dr. TU Wenwei and Dr. JIN Jinping; and
- (3) Remuneration Committee: Dr. ZHENG Qiang (chairperson), Mr. LIU Sichuan and Dr. JIN Jinping.

By order of the Board  
**Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd.**  
**LIU Gexin**  
*Chairman of the Board and Non-executive Director*

Hong Kong, June 20, 2025

*As at the date of this announcement, the Board comprises Mr. LIU Gexin as the chairman of the Board and non-executive Director, Dr. GE Junyou as executive Director, Mr. LIU Sichuan, Mr. LAI Degui, Mr. FENG Hao, Ms. LIAO Yihong and Mr. ZENG Xuebo as non-executive Directors, and Dr. ZHENG Qiang, Dr. TU Wenwei, Dr. JIN Jinping and Dr. LI Yuedong as independent non-executive Directors.*