

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.



GENOR BIOPHARMA HOLDINGS LIMITED

嘉和生物藥業(開曼)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6998)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 JUNE 2025;

(2) RETIREMENT OF NON-EXECUTIVE DIRECTOR; AND

(3) CHANGE IN COMPOSITION OF BOARD COMMITTEE

Reference is made to the circular of Genor Biopharma Holdings Limited (the “**Company**”) dated 27 May 2025 (the “**Circular**”). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the annual general meeting (the “**AGM**”) of the Company held on Thursday, 26 June 2025, all the proposed resolutions as set out in the notice of the AGM dated 27 May 2025 (the “**AGM Notice**”) were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and auditor of the Company (the “ Auditor ”) for the year ended 31 December 2024.	233,638,278 (100.000000%)	0 (0.000000%)
2.	(a) To re-elect Mr. Weng Chengyi as an executive Director.	233,510,973 (99.945512%)	127,305 (0.054488%)
	(b) To re-elect Mr. Liu Yi as a non-executive Director.	232,547,973 (99.533336%)	1,090,305 (0.466664%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
	(c) To re-elect Ms. Cui Bai as an independent non-executive Director.	232,675,278 (99.587824%)	963,000 (0.412176%)
	(d) To authorize the Board to fix the respective Directors' remuneration.	232,675,278 (99.587824%)	963,000 (0.412176%)
3.	To re-appoint Ernst & Young as the Auditor for the year ending 31 December 2025 and to authorize the Board to fix their remuneration.	233,638,278 (100.000000%)	0 (0.000000%)
4.	To grant a general and unconditional mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares of the Company) as at the date of passing of this resolution.	232,597,778 (99.554653%)	1,040,500 (0.445347%)
5.	To grant a general and unconditional mandate to the Directors to issue, allot and deal with additional shares (including any sale and transfer of treasury shares) of the Company not exceeding 20% of the total number of issued shares of the Company (excluding any treasury shares of the Company) as at the date of passing of this resolution.	232,473,973 (99.501663%)	1,164,305 (0.498337%)
6.	Conditional upon resolutions numbered 4 and 5 being passed, to extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by adding the aggregate number of shares repurchased by the Company.	232,473,973 (99.501663%)	1,164,305 (0.498337%)

* The full text of the resolutions is set out in the AGM Notice.

As a majority of the votes were cast in favour of each of the ordinary resolutions numbered 1 to 6, the resolutions were duly passed as ordinary resolutions.

As at the date of the AGM, the total number of shares of the Company in issue was 525,262,071 which represented the total number of Shares entitling the holder to attend and vote on the resolutions at the AGM. There was (a) no treasury Shares held by the Company (including treasury Shares held or deposited with CCASS) and (b) no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the AGM. 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.

No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM. 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.

The Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

The Directors namely Mr. Weng Chengyi, Mr. Liu Yi, Mr. Fung Edwin, Mr. Chen Wen and Ms. Cui Bai attended the AGM in person or by electronic means, whereas Dr. Lyu Dong and Mr. Yu Tieming were unable to attend the AGM due to their other business commitments.

RETIREMENT OF NON-EXECUTIVE DIRECTOR

The Board hereby announces that, Dr. Lyu Dong retired from office as a non-executive Director by rotation pursuant to Article 16.19 of the Articles of Association at the AGM and did not offer himself for re-election at the AGM due to his change in work commitments (the “**Retirement**”). Accordingly, his office as a member of the Nomination Committee has also been vacated with effect from the conclusion of the AGM.

Dr. Lyu Dong has confirmed that he has no disagreement with the Board and there is no matter in relation to his Retirement at the AGM that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to take this opportunity to express its gratitude to Dr. Lyu Dong for his invaluable contribution to the Company during his tenure of office.

CHANGE IN COMPOSITION OF BOARD COMMITTEE

The Board hereby announces that Ms. Cui Bai has been appointed as a member of the Nomination Committee, with effect from 26 June 2025.

Accordingly, the Nomination Committee comprises Mr. Chen Wen as the chairman of the Nomination Committee, and Mr. Fung Edwin and Ms. Cui Bai as members of the Nomination Committee.

By Order of the Board
Genor Biopharma Holdings Limited
Mr. Weng Chengyi
Executive Director and Chief Financial Officer

Hong Kong, 26 June 2025

As at the date of this announcement, the Board comprises Mr. Weng Chengyi (Chief Financial Officer) as an executive Director; Mr. YU Tieming and Mr. LIU Yi as non-executive directors; Ms. CUI Bai, Mr. FUNG Edwin and Mr. CHEN Wen as independent non-executive directors.