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**Jinxin Fertility Group Limited**

**錦欣生殖醫療集團有限公司\***

*(Incorporated under the laws of the Cayman Islands with limited liability)*

**(Stock Code: 1951)**

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON JUNE 26, 2025 AND  
(2) CHANGE IN COMPOSITION OF THE NOMINATION COMMITTEE**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON JUNE  
26, 2025**

Reference is made to the circular of Jinxin Fertility Group Limited (the “**Company**”) dated June 4, 2025 (the “**Circular**”) incorporating, amongst others, the notice (the “**Notice**”) of annual general meeting of the Company (the “**Annual General Meeting**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the Annual General Meeting held on June 26, 2025, all the proposed resolutions as set out in the Notice were taken by poll.

All Directors attended the Annual General Meeting either in person or by electronic means.

The Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited was appointed as the scrutineer at the Annual General Meeting for the purpose of vote-taking. The poll results in respect of the respective resolutions proposed at the Annual General Meeting were as follows:

ORDINARY RESOLUTIONS		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company for the year ended December 31, 2024 and the reports of the directors and auditor thereon.	568,460,318 99.964563%	201,515 0.035437%
2.	To re-elect the following retiring directors of the Company, each as a separate resolution:		
	(i) Dr. John G. Wilcox as an executive director.	531,673,002 93.495461%	36,988,831 6.504539%
	(ii) Mr. Dong Yang as an executive director.	529,902,810 93.184170%	38,759,023 6.815830%
	(iii) Ms. Lyu Rong as an executive director.	534,935,284 94.069138%	33,726,549 5.930862%
	(iv) Mr. Fang Min as a non-executive director.	528,798,977 92.990060%	39,862,856 7.009940%
3.	To authorise the board of directors of the Company (the “ <b>Board</b> ”) to fix the remuneration of the directors of the Company (the “ <b>Directors</b> ”).	568,535,953 99.977864%	125,880 0.022136%
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix their remuneration for the year ending December 31, 2025.	568,661,833 100%	0 0.000000%

ORDINARY RESOLUTIONS		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
5(A).	To grant a general mandate to the Directors to exercise the powers of the Company to allot, issue and deal with additional shares (including any sale or transfer of treasury Shares) not exceeding 20% of the total number of issued shares of the Company (excluding any treasury Shares).	440,514,826 77.465165%	128,147,007 22.534835%
5(B).	To grant a general mandate to the Directors to exercise the powers of the Company to repurchase shares representing up to 10% of the total number of issued shares of the Company (excluding any treasury Shares).	568,661,833 100%	0 0.000000%
5(C).	To extend the general mandate granted to the Directors to allot, issue and deal with shares by the number of shares repurchased by the Company.	440,578,248 77.476318%	128,083,585 22.523682%

*Notes:*

- (1) As at the date of the Annual General Meeting, the total number of Shares in issue was 2,757,706,043 Shares and among which the Company held 13,000,000 treasury Shares.
- (2) There was no Share entitling the Shareholders to attend and vote only against the proposed resolutions at the Annual General Meeting. No party has stated its intention in the Circular that it would vote against any proposed resolution or that it would abstain from voting at the Annual General Meeting.
- (3) As at the date of the Annual General Meeting, the trustees of the Pre-IPO RSU Scheme and the 2022 Share Award Scheme (the “Trustees”) held in aggregate 13,941,757 Shares, being unvested Restricted Shares granted thereunder.

Save for the Trustees who were required under Rule 17.05A of the Listing Rules to abstain from voting on matters that require Shareholders’ approval under the Listing Rules, no other Shareholder was required to abstain from voting in respect of any resolution at the Annual General Meeting.

Accordingly, the total number of Shares entitling the holders thereof to attend and vote for or against the resolutions proposed at the Annual General Meeting was 2,730,764,286 Shares.

- (4) Please refer to the Notice for the full text of the resolutions.

As more than 50% of votes were cast in favour of each of the ordinary resolutions numbered 1 to 5, all of the above ordinary resolutions were duly passed at the Annual General Meeting.

## **CHANGE IN COMPOSITION OF THE NOMINATION COMMITTEE**

In response to the amended Corporate Governance Code and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited which will come into effect on 1 July 2025, the Board hereby announces that the following changes in the composition of the nomination committee of the Company (the “**Nomination Committee**”) have been approved by the Board and will take effect from the conclusion of the AGM on June 26, 2025:

1. Mr. Zhong Yong will cease to be the chairman of the Nomination Committee and will continue to serve as the chairman of the Board and a non-executive Director;
2. Mr. Wang Xiaobo, an independent non-executive Director and a member of the Nomination Committee, will be re-designated as the chairman of the Nomination Committee; and
3. Ms. Lyu Rong, an executive Director, will be appointed as a member of the Nomination Committee.

Following the above changes, the Nomination Committee comprises five members, namely Mr. Wang Xiaobo (chairman), Dr. John G. Wilcox, Ms. Lyu Rong, Dr. Chong Yat Keung and Mr. Ye Changqing.

By order of the Board  
**Jinxin Fertility Group Limited**  
**Dong Yang**  
*Chief Executive Officer and Executive Director*

Hong Kong, June 26, 2025

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Zhong Yong, Dr. John G. Wilcox, Mr. Dong Yang, Ms. Lyu Rong and Dr. Geng Lihong, as executive Directors; Mr. Fang Min, Ms. Hu Zhe and Ms. Yan Xiaoqing, as non-executive Directors; and Dr. Chong Yat Keung, Mr. Li Jianwei, Mr. Wang Xiaobo and Mr. Ye Changqing, as independent non-executive Directors.*

\* *For identification purpose only*