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Jacobson Pharma Corporation Limited

雅各臣科研製藥有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code : 2633)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON MONDAY, 28 JULY 2025;
(2) PAYMENT OF FINAL DIVIDEND AND SPECIAL DIVIDEND; AND
(3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND CHANGE IN COMPOSITION OF BOARD COMMITTEES**

POLL RESULTS OF ANNUAL GENERAL MEETING

At the annual general meeting of Jacobson Pharma Corporation Limited (the “**Company**”) held on Monday, 28 July 2025 (the “**AGM**”), all the proposed resolutions as set out in the notice of the AGM dated 4 July 2025 (the “**AGM Notice**”) were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive, consider and approve the audited consolidated financial statements of the Company and the reports of the directors and the independent auditor for the year ended 31 March 2025.	1,452,966,942 (99.98%)	324,153 (0.02%)
2.	To declare a final dividend of HK5.50 cents per share for the year ended 31 March 2025.	1,453,291,095 (100.00%)	0 (0.00%)
3.	To declare a special dividend of HK6.00 cents per share for the year ended 31 March 2025.	1,453,291,095 (100.00%)	0 (0.00%)
4.	To re-elect Mr. Sum Kwong Yip, Derek as an executive director of the Company.	1,451,581,095 (99.88%)	1,710,000 (0.12%)

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
5.	To re-elect Ms. Pun Yue Wai as an executive director of the Company.	1,451,049,095 (99.85%)	2,242,000 (0.15%)
6.	To re-elect Mr. Young Chun Man, Kenneth as an independent non-executive director of the Company.	1,451,607,095 (99.88%)	1,684,000 (0.12%)
7.	To authorise the board of directors of the Company (the “ Board ”) to fix the respective directors’ remuneration.	1,453,291,095 (100.00%)	0 (0.00%)
8.	To re-appoint KPMG as auditor until the conclusion of the next annual general meeting and to authorise the Board to fix their remuneration.	1,452,966,942 (99.98%)	324,153 (0.02%)
9.	To give a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding any treasury shares) as at the date of passing of this resolution.*	1,453,291,095 (100.00%)	0 (0.00%)
10.	To give a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company (including any sale or transfer of treasury shares out of treasury) not exceeding 20% of the total number of issued shares of the Company (excluding any treasury shares) as at the date of passing of this resolution.*	1,418,835,095 (97.63%)	34,456,000 (2.37%)
11.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares (including any sale or transfer of treasury shares out of treasury) in the capital of the Company by the aggregate number of the shares repurchased by the Company.*	1,419,797,095 (97.70%)	33,494,000 (2.30%)

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

Notes:

- (a) As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 11, such resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 2,000,221,000 shares.

- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 2,000,221,000 shares. There were no repurchased shares pending cancellation or treasury shares held by the Company as at the date of the AGM.
- (d) 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 Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”).
- (e) No shareholder of the Company (the “**Shareholder(s)**”) was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the Shareholders have stated their intention in the Company’s circular dated 4 July 2025 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the poll at the AGM.
- (h) All directors of the Company attended the AGM.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

Reference is made to the announcement of the Company dated 13 June 2025 regarding the retirement of Professor Lam Sing Kwong, Simon (“**Professor Lam**”) as an independent non-executive director of the Company and also ceased to be a member of the audit committee of the Company and the chairman of each of the risk management committee and the environmental, social and governance committee of the Company at the conclusion of the AGM.

The Board hereby announces that Mr. Luk Ting Lung, Alan (“**Mr. Luk**”) has been appointed as an independent non-executive director of the Company and a member of the audit committee of the Company and the chairman of each of the risk management committee and the environmental, social and governance committee of the Company, with effect from 28 July 2025 following the retirement of Professor Lam. The biographical details of Mr. Luk are set out as follows:

Mr. Luk, aged 63, has been appointed as an independent non-executive director of JBM (Healthcare) Limited (stock code: 2161) (“**JBM Healthcare**”) since 18 January 2021, the chairman of the remuneration committee and a member of the audit committee and the nomination committee of JBM Healthcare since 4 February 2021, and the chairman of audit committee of JBM Healthcare since 9 March 2024. Mr. Luk has over 38 years of experience in the financial services industry. He is responsible for providing independent advice and judgment to the board of directors of JBM Healthcare.

Since 12 August 2022, Mr. Luk served as the responsible officer and managing director of Winner Zone Family Office Limited, a licensed insurance broker company. With effect from December 2021, Mr. Luk served as the responsible officer, chief executive officer and chief investment officer of Winner Zone Asset Management Limited, a company licensed to conduct type 1 (dealing in securities), type 4 (advising on securities) and type 9 (asset management) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”). He ceased as the chief investment officer of Winner Zone Asset Management Limited with effect from 1 May 2025.

From November 2010 to September 2021, Mr. Luk has been the head of private banking and trust services at Hang Seng Bank Ltd., a company whose shares are listed on the Stock Exchange (stock code: 0011), where he is primarily responsible for the overall management of the private banking and trust services. He also previously served as the head of investment advisory at Hang Seng Bank Ltd. from November 2008 to October 2010.

From November 1999 to October 2008, Mr. Luk had held various roles at American Express Bank Ltd., Hong Kong, including serving as its alternate chief executive. His responsibilities included balance sheet management, investment product sales and development, the establishment of risk management systems and internal controls over the bank's activities and operations. Before that, Mr. Luk had worked at Schrodgers Asia Ltd., Hong Kong from June 1990 to November 1999, with his last held position there as assistant director, during which he was involved in managing its dealing and trading activities. Previously, Mr. Luk had worked at HSBC Investment Bank Asia Limited (formerly known as Wardley Limited) from March 1984 to June 1990, with his last held position there as a bond trader.

Mr. Luk received his master's degree in Business Administration from Murdoch University, Perth, Australia in July 1999 through distance learning. He then obtained his master of science degree in Global Finance jointly conferred by the Hong Kong University of Science and Technology and the New York University Leonard N. Stern School of Business, U.S. in May 2009.

Save as disclosed above and as at the date of this announcement, Mr. Luk (i) has not previously held and does not hold any other positions with the Company and its subsidiaries (the "**Group**"); (ii) did not hold any other directorships in any public companies the securities of which are listed in Hong Kong or overseas in the last three years; and (iii) did not have any other major appointments and professional qualifications. As at the date of this announcement, save as disclosed above, Mr. Luk does not have any relationships with any other directors, senior management, or substantial or controlling shareholders of the Company, and he does not have any interests in the shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the SFO.

Pursuant to an appointment letter entered into between Mr. Luk and the Company, Mr. Luk is entitled to receive a remuneration of HK\$230,000 per annum (subject to review by the remuneration committee of the Company from time to time). Such remuneration is determined by reference to factors including his background, qualifications, experiences, duties and responsibilities within the Group, and the prevailing market conditions. According to the appointment letter entered into between Mr. Luk and the Company, Mr. Luk shall be appointed for an initial period of three years from the date of appointment. According to the Articles of Association of the Company, Mr. Luk will hold office until the first annual general meeting of the Company in 2026 (the "**2026 AGM**"), and shall then be eligible for re-election at the 2026 AGM. Thereafter, he will be subject to retirement by rotation at an annual general meeting of the Company in accordance with the Articles of Association of the Company.

Mr. Luk has confirmed: (a) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (b) save as disclosed above, he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (c) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there are no other matters concerning the appointment of Mr. Luk that need to be brought to the attention of the Shareholders and there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express its warmest welcome to Mr. Luk on his appointment.

The Board further announces that Mr. Yim Chun Leung, an executive director of the Company, has resigned as a member of the nomination committee of the Company and Ms. Pun Yue Wai, an executive director of the Company, has been appointed as a member of the nomination committee of the Company with effect from 28 July 2025.

By Order of the Board
Jacobson Pharma Corporation Limited
YU Chun Kau
Company Secretary

Hong Kong, 28 July 2025

As at the date of this announcement, the Board comprises Mr. Sum Kwong Yip, Derek (also as Chairman and Chief Executive Officer), Mr. Yim Chun Leung and Ms. Pun Yue Wai as executive Directors, Professor Wong Chi Kei, Ian as non-executive Director, and Dr. Lam Kwing Tong, Alan, Mr. Young Chun Man, Kenneth and Mr. Luk Ting Lung, Alan as independent non-executive Directors.