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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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If you are in any doubt as to any aspect of this circular, or as to the action to be taken, you should consult your stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in Hangzhou Jiuyuan Genetic Biopharmaceutical Co., Ltd., you should at once hand this circular, together with the form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 circular.

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**HANGZHOU JIUYUAN GENETIC BIOPHARMACEUTICAL CO., LTD.**

**杭州九源基因生物醫藥股份有限公司**

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

**(Stock Code: 2566)**

- (1) GRANT OF AUTHORIZATION TO THE BOARD AND  
ITS DELEGATED PERSONS TO HANDLE MATTERS  
RELATED TO THE H SHARE FULL CIRCULATION;  
(2) PROPOSED H SHARE FULL CIRCULATION;  
(3) RESIGNATION AND PROPOSED APPOINTMENT OF  
NON-EXECUTIVE DIRECTOR;  
AND  
(4) NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

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A notice convening the EGM of Hangzhou Jiuyuan Genetic Biopharmaceutical Co., Ltd. to be held at 2:00 p.m. on Monday, December 22, 2025 at Conference Room 3, No. 23, Eighth Street, Baiyang Street, Hangzhou City, Qiantang District, Zhejiang Province, PRC is set out on page 12 of this circular. A proxy form for use at the EGM is also enclosed in this circular. Such proxy form is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.china-gene.com](http://www.china-gene.com)).

Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the enclosed proxy form in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the EGM or any adjourned meeting thereof if Shareholders so wish.

December 2, 2025

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## DEFINITIONS

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*In this circular, unless otherwise defined or the context otherwise requires, the following expressions have the following meanings:*

“Articles of Association”	the articles of association of the Company (as amended from time to time)
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“Company,” “our Company,” or “the Company”	Hangzhou Jiuyuan Genetic Biopharmaceutical Co., Ltd. (杭州九源基因生物醫藥股份有限公司) (formerly known as Hangzhou Jiuyuan Gene Engineering Co., Ltd. (杭州九源基因工程股份有限公司)), a limited liability company established under the laws of the PRC on December 31, 1993 and converted into a joint stock company with limited liability on December 5, 2023
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company
“Domestic Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is/are subscribed for and paid up in Renminbi by domestic investors and are not listed or traded on any stock exchange
“EGM”	the extraordinary general meeting of the Company to be convened and held on Monday, December 22, 2025
“Group,” “our Group,” “we,” “us,” or “our”	the Company and its subsidiary from time to time
“H Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is/are listed on the Main Board of the Stock Exchange and subscribed for and traded in Hong Kong dollars
“H Shareholder(s)”	holders of H Share(s)
“H Share Full Circulation”	the proposed conversion of 136,302,015 Unlisted Shares held by the Participating Shareholders into H Shares and the listing and circulation of such Shares on the Stock Exchange

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## DEFINITIONS

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“HK\$” or “Hong Kong dollars”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Listing Date”	November 28, 2024, on which the H Shares are listed and from which dealings therein are permitted to take place on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Participating Shareholder(s)”	the Shareholder(s) who participate(s) in the proposed H Share Full Circulation
“PRC”	the People’s Republic of China
“PRC Company Law”	Company Law of the PRC (中華人民共和國公司法), as adopted by the Fifth Session of the Standing Committee of the Eighth National People’s Congress on 29 December 1993 and effective on 1 July 1994, as amended or supplemented from time to time, which was latest amended on 29 December 2023
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the shareholder(s) of the Company
“Shares”	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, comprising unlisted Share(s) and H Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“Treasury shares/treasury shares”	the meaning as defined under the Listing Rules
“Unlisted Shares”	domestic Shares and unlisted foreign Shares
“%”	per cent

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LETTER FROM THE BOARD

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**HANGZHOU JIUYUAN GENETIC BIOPHARMACEUTICAL CO., LTD.**

**杭州九源基因生物醫藥股份有限公司**

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

**(Stock Code: 2566)**

*Executive Directors:*

Mr. Fu Hang (傅航)  
*(Chairman of the Board and  
general manager)*  
Mr. Zhou Wei (周偉)

*Registered Office, Head Office and Principal Place of*

*Business in the PRC:*

No. 23, Eighth Street  
Baiyang Street, Qiantang District  
Hangzhou, Zhejiang Province  
PRC

*Non-executive Directors:*

Ms. Ma Honglan (馬紅蘭)  
Mr. Wu Shihang (吳詩航)  
Mr. Albert Esteve Cruella  
Mr. Fei Junjie (費俊傑)

*Principal place of business in Hong Kong:*

46/F, Hopewell Centre  
183 Queen's Road East  
Wan Chai  
Hong Kong

*Independent non-executive Directors:*

Mr. Zhou Zhihui (周智慧)  
Ms. Ho Mei Yi (何美儀)  
Dr. Zhou Demin (周德敏)

December 2, 2025

*To the Shareholders,*

Dear Sir or Madam,

- (1) GRANT OF AUTHORIZATION TO THE BOARD AND  
ITS DELEGATED PERSONS TO HANDLE MATTERS  
RELATED TO THE H SHARE FULL CIRCULATION;  
(2) PROPOSED H SHARE FULL CIRCULATION;  
(3) RESIGNATION AND PROPOSED APPOINTMENT OF  
NON-EXECUTIVE DIRECTOR;  
AND  
(4) NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

**I. INTRODUCTION**

The Company intends to hold the EGM at 2:00 p.m. on Monday, December 22, 2025 at Conference Room 3, No. 23, Eighth Street, Baiyang Street, Hangzhou City, Qiantang District, Zhejiang Province, PRC. The notice to convene the EGM is set out on page 12 of this circular.

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## LETTER FROM THE BOARD

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The purpose of this circular is to provide you with details of the resolutions to be proposed to consider and approve at the EGM and provide all the information reasonably required to enable you to make an informed decision on whether to vote for or against or abstain from voting on those resolutions.

### **II. GRANT OF AUTHORIZATION TO THE BOARD AND ITS DELEGATED PERSONS TO HANDLE MATTERS RELATING TO THE H SHARE FULL CIRCULATION**

The Board proposes to seek approval from the Shareholders at the EGM to grant authorization to the Board and its delegated persons to handle all matters in relation to the H Share Full Circulation at their sole discretion. The specific scope of authorization includes but is not limited to:

- (1) modify, sign, submit and publish the H Share Full Circulation filing report and other filing documents; sign, execute, amend, suspend or terminate any agreements relating to the H Share Full Circulation (including but not limited to engagement agreements with intermediaries), filing documents, undertakings, confirmations, authorizations and any other matters or documents required by the CSRC, the Stock Exchange or other domestic or overseas regulatory authorities; engage intermediaries for the H Share Full Circulation; communicate with domestic and overseas governmental authorities and regulatory bodies on behalf of the Company;
- (2) handle applications, registrations, filings, approvals, consents and other formalities with domestic and overseas governmental authorities and regulatory bodies in connection with the H Share Full Circulation; draft, sign, execute, amend and complete all documents required to be submitted to domestic and overseas governmental authorities, institutions, organizations or individuals, and affix the Company's seal on such documents where necessary;
- (3) handle matters relating to the registration of the Shares with China Securities Depository and Clearing Corporation Limited, including but not limited to signing relevant agreements;
- (4) consult with relevant governmental authorities and regulatory bodies in respect of the H Share Full Circulation and make corresponding arrangements based on applicable laws and regulations, the opinions of such authorities, the overall listing schedule and the intentions of Shareholders;
- (5) adjust the contents of the resolutions relating to the H Share Full Circulation approved by the EGM based on the requirements of governmental authorities and regulatory bodies and relevant approval documents, except for matters required by laws, regulations or regulatory rules to be approved by the Shareholders' general meeting;

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## LETTER FROM THE BOARD

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- (6) submit copies of the related resolutions, or copies certified by the Company's legal advisers if required, to domestic and overseas regulatory authorities;
- (7) formulate, implement and adjust the specific plan for the H Share Full Circulation in accordance with the review results or requirements of the relevant regulatory authorities;
- (8) handle on behalf of the relevant Shareholders the filing matters relating to the H Share Full Circulation, including but not limited to preparing, amending, signing, supplementing, submitting, presenting, executing and announcing the application documents and other legal documents relating to the H Share Full Circulation as required by the regulatory authorities;
- (9) after obtaining approval or consent from the relevant regulatory authorities, handle the cross-border transfer registration and custody procedures, foreign exchange registration and the listing of the relevant Shares on the Stock Exchange on behalf of the relevant Shareholders; and
- (10) take all necessary actions within the scope permitted by applicable domestic and overseas laws, regulations, normative documents and the Articles of Association, decide and handle all other matters relating to the H Share Full Circulation application on behalf of the relevant Shareholders.

The proposed grant of authorization to the Board and its delegated persons to handle matters relating to the H Share Full Circulation shall be valid and effective within 24 months from the date of the Shareholders' approval at the EGM.

### III. PROPOSED H SHARE FULL CIRCULATION

Reference is made to the Guidelines on Application for "Full Circulation" of Domestic Unlisted Shares of H-share Companies (《H股公司境內未上市股份申請“全流通”業務指引》) issued by the CSRC on November 14, 2019 and further amended on August 10, 2023 (the "**Guidelines**") regarding the procedures of application by companies whose H shares are listed on the Stock Exchange for circulation of domestic unlisted shares (as defined under the Guidelines) on the Stock Exchange.

In view of the Guidelines, the Board is pleased to announce that, on December 2, 2025, the Board has considered and approved the proposal for the implementation of the H Share Full Circulation, which is to convert 136,302,015 Unlisted Shares held by 12 Shareholders into H Shares (representing approximately 55.54% of the total issued Shares as at the date of this circular). Upon obtaining all the relevant approvals (including filing with the CSRC) and having complied with all the applicable laws, regulations and rules, such Unlisted Shares will be converted into H Shares, and the Company will also apply to the Stock Exchange for the listing of and permission to deal in such H Shares on the Stock Exchange (the "**Conversion and Listing**").

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## LETTER FROM THE BOARD

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The details of the Participating Shareholders and their respective Unlisted Shares to be converted into H Shares are as follows:

No.	Name of Shareholder	Number of Shares proposed for the H Share Full Circulation	Percentage of the H Share Full Circulation in the total share capital
1	Hangzhou Zhongmei Huadong Pharmaceutical Co., Ltd. (杭州中 美華東製藥有限公司)	29,484,317	12.01%
2	Zhejiang Wangxin Technology Venture Capital Co., Ltd. (浙江網 新科技創投有限公司)	12,256,887	4.99%
3	Hangzhou Huasheng Pharmaceutical Group Co., Ltd. (杭州華昇醫藥集團有限公司)	25,998,521	10.59%
4	CORPORACION QUIMICO-FARMACEUTICA ESTEVE, SOCIEDAD ANÓNIMA	24,000,000	9.78%
5	Highland Pharma Limited	7,000,000	2.85%
6	Hangzhou Investment Holdings Co., Ltd. (杭州市金融投資集團有 限公司)	17,429,338	7.10%
7	Chengheda (Hangzhou) Enterprise Management Partnership (Limited Partnership) (誠和達 (杭州)企業管理合夥企業(有限合 夥))	3,477,904	1.42%
8	Hangzhou Nanbeiju Enterprise Management Partnership (Limited Partnership) (杭州南北 聚企業管理合夥企業(有限合夥))	3,285,425	1.34%
9	Hangzhou Qingfanghoo Enterprise Management Partnership (Limited Partnership) (杭州晴方 好企業管理合夥企業(有限合夥))	2,064,859	0.84%

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## LETTER FROM THE BOARD

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No.	Name of Shareholder	Number of Shares proposed for the H Share Full Circulation	Percentage of the H Share Full Circulation in the total share capital
10	Wan Liyang Group Co., Ltd. (萬里揚集團有限公司)	4,900,000	2.00%
11	Li Bangliang (李邦良)	2,333,184	0.95%
12	Wu Qiyuan (吳啟元)	4,071,580	1.66%
	<b>Total</b>	<b>136,302,015</b>	<b>55.54%</b>

### Conditions for the H Share Full Circulation

Notwithstanding the H Share Full Circulation, such Shares shall not be transferred within one year from the Listing Date pursuant to the PRC Company Law.

The proposed H Share Full Circulation is subject to the fulfilment of the following conditions:

- (1) the approval of the proposed H Share Full Circulation having been obtained at the EGM;
- (2) the grant of authorization to the Board and its delegated persons to handle matters relating to the H Share Full Circulation having been obtained at the EGM;
- (3) the approval of the proposed H Share Full Circulation by the relevant administrative and regulatory authority (i.e. the CSRC); and
- (4) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the H Shares converted from the H Share Full Circulation.

As of the date of this circular, none of the aforesaid conditions have been satisfied. The Company has not submitted the filing application to the CSRC. The Company will make further announcement(s) on the progress of the H Share Full Circulation in accordance with the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and/or the requirements of the Listing Rules.

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## LETTER FROM THE BOARD

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### Shareholding structure of the Company before and after the completion of the H Share Full Circulation

Assuming there will be no change to the share capital structure of the Company from the date of this circular to immediately before completion of the H Share Full Circulation, the share capital structure of the Company immediately before and upon completion of the H Share Full Circulation is set out below:

Class of Shares	Immediately before completion of the H Share Full Circulation		Upon completion of The H Share Full Circulation	
	<i>Number of Shares</i>	<i>(%)</i>	<i>Number of Shares</i>	<i>(%)</i>
Unlisted Shares	136,302,015	55.54	–	–
H Shares	109,096,785	44.46	245,398,800	100.00
<b>Total</b>	<b>245,398,800</b>	<b>100.00</b>	<b>245,398,800</b>	<b>100.00</b>

The H Share Full Circulation, and the Conversion and Listing are subject to other relevant procedures as required by the CSRC, the Stock Exchange and other relevant domestic and overseas regulatory authorities. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

#### IV. RESIGNATION AND PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

##### Resignation of Non-executive Director

Ms. Ma Honglan (馬紅蘭) (“Ms. Ma”) has tendered her resignation as a non-executive Director to the Board. Ms. Ma will cease to hold directorship in the Company and its subsidiaries after her resignation due to reaching the retirement age. The resignation will become effective from the date of election of a new non-executive Director at the EGM to fill the vacancy.

Ms. Ma has confirmed that she has no disagreement with the Board and there is no other matter in relation to her resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Ma for the contributions she has made to the development of the Company during her term of service.

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## LETTER FROM THE BOARD

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### Appointment of Non-executive Director

The Board proposes the appointment of Ms. Yan Weiting (嚴瑋婷) (“**Ms. Yan**”) as a non-executive Director and the appointment will become effective from the date of Shareholders’ approval at the EGM and will continue until the expiration of the term of office of the first session of the Board.

The biographical details of Ms. Yan are set out below:

Ms. Yan, aged 42, has more than 20 years’ experience in finance and accounting. Ms. Yan served as an implementation consultant in the customer service department of Kingdee Software (China) Co., Ltd. Hangzhou Branch (金蝶軟件(中國)有限公司杭州分公司) from April 2005 to July 2006. In August 2006, Mr. Yan joined Hangzhou Zhongmei Huadong Pharmaceutical Co., Ltd. (杭州中美華東製藥有限公司) and has since served in the finance department, where she has successively held the positions of finance information supervisor, assistant finance manager, finance manager and finance director. Ms. Yan has also served as a supervisor of Hubei Meiqi Health Technology Co., Ltd. (湖北美琪健康科技有限公司) since November 2021.

Ms. Yan received her bachelor’s degree in accounting from Central South University (中南大學) in the PRC in June 2005. She was recognized as a senior accountant by the Zhejiang Provincial Department of Human Resources and Social Security in November 2022. In July 2023, she was recognized as a Hangzhou High-Level Talent (Category E) by the Office of the Talent Work Leading Group of the CPC Hangzhou Municipal Committee and the Hangzhou Municipal Human Resources and Social Security Bureau.

As at the date of this circular, save as disclosed above, Ms. Yan (i) has no interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) does not hold any other positions with the Company or other members of the Group; (iii) does not have any relationship with any Directors, supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholders (as defined in the Listing Rules); (iv) does not hold any directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (v) does not have other major appointments and professional qualifications.

The Company will enter into a service contract with Ms. Yan upon approval by Shareholders at the EGM. As a non-executive Director, Ms. Yan will not receive any director’s emoluments or discretionary bonus from the Company, which is determined by the Board, under the recommendation from the remuneration and examination committee of the Company, with reference to the prevailing market conditions. The service contract will become effective from the date of Shareholders’ approval at the EGM and may be terminated based on the Articles of Association, applicable laws or resolution at the general meeting.

Save as disclosed above, there are no other matters relating to the appointment of Ms. Yan that need to be brought to the attention of the Shareholders and the Stock Exchange, nor is there any other information required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

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## LETTER FROM THE BOARD

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### V. NOTICE OF THE EXTRAORDINARY GENERAL MEETING

The EGM will be held at 2:00 p.m. on Monday, December 22, 2025 at Conference Room 3, No. 23, Eighth Street, Baiyang Street, Hangzhou City, Qiantang District, Zhejiang Province, PRC. The notice convening the EGM is set out on page 12 of this circular. The above documents and the proxy of form for use at the EGM are published on the website of the HKEX ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.china-gene.com](http://www.china-gene.com)).

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, no Shareholder has a material interest in, and would be required to abstain from voting in respect of, the special resolutions to be proposed at the EGM.

The record date for the purpose of ascertaining the eligibility of the holders of H shares to attend and vote at the EGM is on December 16, 2025. In order to be eligible to attend and vote at the forthcoming EGM, holders of H Shares must lodge all completed transfer documents accompanied by the relevant share certificates with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shop 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong on or before 4:30 p.m. on December 16, 2025.

Shareholders who intend to appoint a proxy to attend the EGM are required to complete and return the form of proxy to Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong in accordance with the instructions printed thereon as soon as possible and in any event not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

### VI. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, the resolutions set out in the notice of the EGM will be taken by poll. The poll results will be announced by the Company after the EGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

### VII. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein misleading.

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## LETTER FROM THE BOARD

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### VIII. RECOMMENDATIONS

The Directors consider that the proposed resolutions set out in the notice of the EGM and the other matters contained in the notice of EGM, are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend Shareholders to vote in favour of the relevant resolutions to be proposed at the EGM.

By order of the Board

**Hangzhou Jiuyuan Genetic Biopharmaceutical Co., Ltd.**

杭州九源基因生物醫藥股份有限公司

**FU Hang**

*Executive Director, Chairman of the Board and  
General Manager*

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## NOTICE OF THE EXTRAORDINARY GENERAL MEETING

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**HANGZHOU JIUYUAN GENETIC BIOPHARMACEUTICAL CO., LTD.**

**杭州九源基因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: 2566)**

### NOTICE OF THE EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the extraordinary general meeting (the “EGM”) of Hangzhou Jiuyuan Genetic Biopharmaceutical Co., Ltd. (the “Company”) will be held at Conference Room 3, No. 23, Eighth Street, Baiyang Street, Hangzhou City, Qiantang District, Zhejiang Province, PRC on Monday, December 22, 2025 at 2:00 p.m. for the purposes of considering and, if thought fit, approving the following resolutions. In this notice, unless the context otherwise requires, terms used herein shall have the same meanings as defined in the Company’s circular dated December 2, 2025.

#### ORDINARY RESOLUTIONS

1. To consider and approve the grant of authorization to the Board and its delegated persons to handle matters related to the H Share Full Circulation.
2. To consider and approve the proposed H Share Full Circulation.
3. To consider and approve the resignation and proposed appointment of non-executive Director.

By order of the Board

**Hangzhou Jiuyuan Genetic Biopharmaceutical Co., Ltd.**

杭州九源基因生物醫藥股份有限公司

**FU Hang**

*Executive Director, Chairman of the Board and  
General Manager*

Hangzhou, the PRC, December 2, 2025

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## NOTICE OF THE EXTRAORDINARY GENERAL MEETING

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*As of the date of this notice, the Board comprises (i) Mr. Fu Hang (傅航) and Mr. Zhou Wei (周偉) as executive directors; (ii) Ms. Ma Honglan (馬紅蘭), Mr. Wu Shihang (吳詩航), Mr. Albert Esteve Cruella and Mr. Fei Junjie (費俊傑) as non-executive directors; and (iii) Mr. Zhou Zhihui (周智慧), Ms. Ho Mei Yi (何美儀) and Dr. Zhou Demin (周德敏) as independent non-executive directors.*

Notes:

1. For further details of resolutions, please refer to the circular of the Company dated December 2, 2025.
2. All resolutions at the EGM will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). The results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.china-gene.com](http://www.china-gene.com)) in accordance with the Listing Rules.
3. All Shareholders are eligible for attending the EGM. Any Shareholder entitled to attend and vote at the EGM convened by the above notice is entitled to appoint a proxy or more than one proxy to attend the EGM and vote instead of him/her. A proxy need not be a Shareholder. If more than one proxy is appointed, the number of Shares in respect of which each such proxy so appointed must be specified in the relevant proxy form. Every Shareholder present in person or by proxy shall be entitled to one vote for each Share held by him/her.
4. In order to be valid, the proxy form together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be completed and returned to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for H Shareholders) not less than 24 hours before the time appointed for the EGM. Completion and return of the proxy form will not preclude a Shareholder from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish.
5. For the purpose of determining the Shareholders' eligibility to attend and vote at the EGM (and any adjourned meeting thereof), the register of members of the Company will be closed from Wednesday, December 17, 2025 to Monday, December 22, 2025, both days inclusive, during which period no transfer of Shares will be registered. In order for the H Shareholders to qualify for attending and voting at the EGM, all properly completed share transfer forms together with the relevant H share certificates shall be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, December 16, 2025.
6. The EGM is expected to take no more than half a day. Shareholders who attend the EGM (in person or by proxy) shall bear their own travelling and accommodation expenses.
7. Shareholders who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on their behalf. A proxy need not be a Shareholder.
8. Shareholders or their proxies shall provide their identification documents when attending the EGM. In case of a corporate Shareholder, its proxy or other person authorized to attend the meeting with a resolution passed by the board of directors or other decision-making authorities of such corporate Shareholder, should provide a copy of such resolution.
9. In case of joint holders, the vote of the senior joint Shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s) and for this purpose seniority will be determined by the order in which the names stand on the register of members of the Company in respect of the joint shareholding.

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## NOTICE OF THE EXTRAORDINARY GENERAL MEETING

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10. The contact of the Company:

Address: Hangzhou Jiuyuan Genetic Biopharmaceutical Co., Ltd.  
杭州九源基因生物醫藥股份有限公司  
No. 23, Eighth Street  
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