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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)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON DECEMBER 5, 2025

Reference is made to the circular of Jinxin Fertility Group Limited (the "**Company**") dated November 19, 2025 (the "**Circular**") incorporating, amongst others, the notice (the "**Notice**") of extraordinary general meeting of the Company (the "**Extraordinary General Meeting**"). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the Extraordinary General Meeting held on December 5, 2025, all the proposed resolutions as set out in the Notice were taken by poll.

All Directors attended the Extraordinary 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 Extraordinary General Meeting for the purpose of vote-taking. The poll results in respect of the respective resolutions proposed at the Extraordinary General Meeting were as follows:

ORDINARY RESOLUTIONS			Number of votes cast and approximate percentage of total number of votes cast	
			For	Against
1.	(i)	Conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") granting the approval for the listing of, and permission to deal in, the shares of the Company (the "**Shares**") which may fall to be issued and allotted pursuant to the vesting and/or exercise of any share awards and/or share options (the "**Awards**") that may be granted under the 2025 share scheme of the Company (the "**2025 Share Scheme**"), the 2025 Share Scheme be and is hereby approved and adopted and that any director of the Company be and is hereby authorized to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2025 Share Scheme including without limitation: (a) to administer the 2025 Share Scheme under which Awards will be granted to eligible persons under the 2025 Share Scheme; (b) to modify and/or amend the 2025 Share Scheme from time to time provided that such modification and/or amendment is effected in accordance with the provisions of the 2025 Share Scheme relating to modification and/or amendment and subject to Chapter 17 of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**"); (c) to issue and allot from time to time such number of Shares as may be required to be issued pursuant to the vesting and/or exercise of Awards and subject to the Listing Rules;	180,152,277 67.789877%	85,598,726 32.210123%

ORDINARY RESOLUTIONS			Number of votes cast and approximate percentage of total number of votes cast	
			For	Against
		(d) to make application at the appropriate time or times to the Stock Exchange for the listing of, and permission to deal in, any Shares which may thereafter from time to time be issued and allotted pursuant to the vesting and/or exercise of the Awards; and (e) to consent, if they deem fit and expedient, to such conditions, modifications and/or variations as may be required or imposed by the relevant authorities in relation to the 2025 Share Scheme;		
	(ii)	the Scheme Mandate Limit as defined in the Circular (being 10.0% of the total number of Shares in issue as at the date of adoption of the 2025 Share Scheme) be and is hereby approved and adopted and that any director of the Company be and is hereby authorized to take all such steps and attend all such matters, approve and execute (whether under hand or under seal) such documents and do such other things, for and on behalf of the Company, as he/she may consider necessary, desirable or expedient to effect and implement the Scheme Mandate Limit;		
	(iii)	the Service Provider Sublimit as defined in the Circular (being 1% of the total number of Shares in issue as at the date of adoption of the 2025 Share Scheme) be and is hereby approved and adopted and that any director of the Company be and is hereby authorized to take all such steps and attend all such matters, approve and execute (whether under hand or under seal) such documents and do such other things, for and on behalf of the Company, as he/she may consider necessary, desirable or expedient to effect and implement the Service Provider Sublimit; and		

ORDINARY RESOLUTIONS		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
	(iv) subject to provisions in the 2025 Share Scheme, and any waiver or ruling granted by the Stock Exchange, no Award shall be granted to any eligible participant if, at the time of the grant, the number of Shares issued and to be issued in respect of all options and awards granted to the eligible in the 12 months period up to and including the Grant Date as defined in the Circular would exceed 1% of the total number of Shares in issue as at the Grant Date.		
2.	Subject to and conditional upon the passing of the resolution no. 1 above and the 2025 Share Scheme taking effect, the grant of 82,341,000 share options to Mr. Dong Yang, an executive director, the Chief Executive Officer and the Acting Chief Financial Officer of the Company, to subscribe for 82,341,000 Shares of the Company at an exercise price of HK$2.82 per Share in accordance with the relevant terms set out in the grant instrument issued by the Company pursuant to the 2025 Share Scheme and on the terms and conditions set out in the Circular be and is hereby confirmed and approved, and any director of the Company be and is hereby authorized to take all such steps and do all such things to approve and sign (whether by hand or under seal) such documents and do such other things as he/she may consider necessary, desirable or expedient for and on behalf of the Company to give effect to the above grant.	180,612,277 67.955300%	85,168,726 32.044700%
3.	To re-elect Mr. Chen Shuyun as a non-executive Director of the Company.	258,177,312 97.303862%	7,153,691 2.696138%

Notes:

(1) As at the date of the Extraordinary 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. As stated in the Circular, Mr. Dong Yang was required to abstain and he had abstained from voting on the resolution numbered 2 in respect of the grant of 82,341,000 share options to him proposed at the EGM.

(2) To the best knowledge and belief of the Company, after making all reasonable enquiries, as at the date of the EGM, Mr. Dong held 10,579,801 Shares and there were no associates of Mr. Dong who are interested in the Shares of the Company.

(3) As at the date of the Extraordinary General Meeting, the trustees of the Pre-IPO RSU Scheme and the 2022 Share Award Scheme (the "**Trustees**") held in aggregate 60,896,273 Shares, being unvested Restricted Shares granted thereunder. The Trustees were required under Rule 17.05A of the Listing Rules to abstain from voting on matters that require Shareholders' approval under the Listing Rules.

(4) Accordingly, the total number of Shares entitling the holders thereof to attend and vote for or against the resolutions proposed at the Extraordinary General Meeting was 2,673,229,969 Shares.

(5) Save as disclosed above, there were no restrictions on any shareholders of the Company to cast votes on the resolution proposed at the EGM. No shareholder of the Company has stated his/her/its intention in the Company's Circular to vote against or to abstain from voting on the resolution at the EGM.

(6) 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 3, all of the above ordinary resolutions were duly passed at the Extraordinary General Meeting.

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

Hong Kong, December 5, 2025

As at the date of this announcement, the board of directors of the Company comprises Mr. Dong Yang, Ms. Lyu Rong and Dr. Geng Lihong, as executive Directors; Mr. Zhong Yong, as Chairman and non-executive Director, and Ms. Hu Zhe, Ms. Yan Xiaoqing and Mr. Chen Shuyun, 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*