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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 a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Edding Genor Group Holdings Limited, you should at once hand this circular, together with the enclosed 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.

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 EDDING 亿腾
EDDING GENOR GROUP HOLDINGS LIMITED
亿腾嘉和医药集团有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 6998)

(1) PROPOSED RE-ELECTION OF RETIRING DIRECTORS;
(2) PROPOSED GRANTING OF GENERAL MANDATES TO
REPURCHASE SHARES AND TO ISSUE SHARES;
(3) PROPOSED RE-APPOINTMENT OF AUDITOR;
AND
(4) NOTICE OF ANNUAL GENERAL MEETING

The notice convening the Annual General Meeting of Edding Genor Group Holdings Limited to be held at 55/F, Tower 1, Plaza 66, No. 1266 Nanjing West Road, Jing'an District, Shanghai, China on Friday, 26 June 2026 at 10:00 a.m. is set out in this circular.

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed form of proxy for use at the Annual General Meeting in accordance with the instructions printed thereon and return it to the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 10:00 a.m. on Wednesday, 24 June 2026 (Hong Kong time)) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting if you so wish.

This circular together with the form of proxy are also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.eddingpharm.com>).

16 April 2026

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Annual General Meeting”	the annual general meeting of the Company to be held at 55/F, Tower 1, Plaza 66, No. 1266 Nanjing West Road, Jing’an District, Shanghai, China on Friday, 26 June 2026 at 10:00 a.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the Annual General Meeting which is set out on pages 24 to 28 of this circular, or any adjournment thereof
“Articles of Association”	the existing articles of association of the Company
“Audit Committee”	the audit committee of the Board
“Board”	the board of Directors
“Company”	Edding Genor Group Holdings Limited, a company incorporated under the laws of the Cayman Islands with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange
“Compensation Committee”	the compensation committee of the Board
“Converted Option(s)”	has the meaning given to it in the section headed “Letter from the Board – The Proposed Merger – Share options under the Target Share Option Scheme” in the circular of the Company dated 5 December 2025
“Director(s)”	the director(s) of the Company
“Edding”	Edding Group Company Limited, a company incorporated under the laws of the Cayman Islands with limited liability on 8 June 2020
“Edding Group”	Edding and all of its subsidiaries
“EY”	Ernst & Young
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

DEFINITIONS

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Issuance Mandate”	a general and unconditional mandate proposed to be granted to the Directors to allot, issue or deal with Shares (including any sale or transfer of Treasury Shares) of not exceeding 20% of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing of the proposed ordinary resolution approving the granting of such mandate
“Latest Practicable Date”	10 April 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular
“Listing Date”	7 October 2020, the date on which the Shares were listed on the Main Board of the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange as amended from time to time
“Merger”	the acquisition of Edding by the Company by way of merger, with Edding surviving such merger and becoming a wholly-owned subsidiary of the Company, pursuant to the Merger Agreement
“Merger Agreement”	the agreement and plan of merger dated 13 September 2024 entered into among the Group and Edding in respect of the Merger
“Merger Closing”	the closing of the Merger in accordance with the Merger Agreement
“Nomination Committee”	the nomination committee of the Board
“One-off Share Option Plan”	a one-off share option plan adopted by the Company
“PRC”	the People’s Republic of China and for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan

DEFINITIONS

“Repurchase Mandate”	a general and unconditional mandate proposed to be granted to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing of the proposed ordinary resolution approving the granting of such mandate
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) of US\$0.00002 each in the issued capital of the Company
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Treasury Share(s)”	has the meaning ascribed thereto under the Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs, as issued by the Securities and Futures Commission of Hong Kong, as amended, supplemented or otherwise modified from time to time

LETTER FROM THE BOARD



EDDING GENOR GROUP HOLDINGS LIMITED

亿腾嘉和醫藥集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6998)

Executive Directors:

Mr. Ni Xin (倪昕) (*Chairman*)

Dr. Han Shuhua (韓淑華)

Non-executive Directors:

Dr. David Guowei Wang

Mr. Yu Tieming (于鐵銘)

Independent Non-executive Directors:

Dr. Xu Qing (許慶)

Mr. Chen Wen (陳文)

Ms. Zheng Jingjing (鄭晶晶)

Registered Office:

Maples Corporate Services Limited

PO Box 309, Ugland House

Grand Cayman

KY1-1104

Cayman Islands

Principal Place of Business and

Head Office in the PRC:

Room 406, Building 1

No. 36 Doukou Road

Hengqin New Area

Zhuhai, Guangdong Province

PRC

Principal Place of Business in

Hong Kong:

40/F, Dah Sing Financial Centre

248 Queen's Road East

Wanchai

Hong Kong

16 April 2026

To the Shareholders

Dear Sir/Madam,

(1) PROPOSED RE-ELECTION OF RETIRING DIRECTORS;

(2) PROPOSED GRANTING OF GENERAL MANDATES TO

REPURCHASE SHARES AND TO ISSUE SHARES;

(3) PROPOSED RE-APPOINTMENT OF AUDITOR;

AND

(4) NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with information in respect of the resolutions to be proposed at the Annual General Meeting to seek approval of the Shareholders in respect of, among other matters, (i) the re-election of the retiring Directors; (ii) the grant of

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the Repurchase Mandate and the Issuance Mandate to the Directors; (iii) the re-appointment of auditor; and (iv) giving the Shareholders notice of the Annual General Meeting at which resolutions will be proposed for the Shareholders to consider and, if thought fit, approve the aforesaid matters.

2. PROPOSED RE-ELECTION OF RETIRING DIRECTORS

As at the Latest Practicable Date, the Board comprised seven Directors, of whom two are executive Directors, namely, Mr. Ni Xin and Dr. Han Shuhua; two are non-executive Directors, namely, Dr. David Guowei Wang and Mr. Yu Tieming; and three are independent non-executive Directors, namely, Dr. Xu Qing, Mr. Chen Wen and Ms. Zheng Jingjing.

In accordance with Article 16.19 of the Articles of Association, notwithstanding any other provisions in the Articles of Association, at every annual general meeting of the Company, one-third of the Directors for the time being (or, if their number is not three or a multiple of three, then the number nearest to, but not less than, one-third) shall retire from office by rotation provided that every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years. A retiring Director shall be eligible for re-election.

In accordance with Article 16.2 of the Articles of Association, the Board shall have power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy or as an addition to the Board. Any Director so appointed shall hold office only until the next following general meeting of the Company and shall then be eligible for re-election at that meeting.

Mr. Chen Wen will retire from office and being eligible, will offer himself for re-election, as an independent non-executive Director at the Annual General Meeting pursuant to Article 16.19 of the Articles of Association.

Mr. Ni Xin, Dr. David Guowei Wang, Dr. Xu Qing and Ms. Zheng Jingjing, who were appointed by the Board with effect from 30 December 2025, shall hold office until the Annual General Meeting pursuant to Article 16.2 of the Articles of Association. Dr. Han Shuhua, who was appointed by the Board with effect from 27 March 2026, shall hold office until the Annual General Meeting pursuant to Article 16.2 of the Articles of Association. Each of Mr. Ni Xin and Dr. Han Shuhua, being eligible, will offer himself or herself for re-election, as an executive Director at the Annual General Meeting. Dr. David Guowei Wang, being eligible, will offer himself for re-election, as a non-executive Director at the Annual General Meeting. Dr. Xu Qing and Ms. Zheng Jingjing, being eligible, will offer himself or herself for re-election, as an independent non-executive Director at the Annual General Meeting.

Recommendations to the Board for the proposal for re-election of each of Mr. Chen Wen, Mr. Ni Xin, Dr. Han Shuhua, Dr. David Guowei Wang, Dr. Xu Qing and Ms. Zheng Jingjing as a Director were made by the Nomination Committee, after considering the potential contribution each relevant Director can bring to the Board in terms of qualification, skills,

LETTER FROM THE BOARD

experience, independence and diversity in accordance with the director nomination policy of the Company, taking into account the relevant director's biographical information and background, and considering various factors including but not limited to gender, age, cultural and educational background and professional experience as set out in the board diversity policy of the Company.

The Board has also assessed the independence of Dr. Xu Qing, Mr. Chen Wen and Ms. Zheng Jingjing, independent non-executive Directors, with reference to the independence guidelines as set out in Rule 3.13 of the Listing Rules, and is satisfied that Dr. Xu Qing, Mr. Chen Wen and Ms. Zheng Jingjing are eligible for re-election at the Annual General Meeting. Dr. Xu Qing, Mr. Chen Wen and Ms. Zheng Jingjing, have provided valuable contributions to the Company and have demonstrated ability to exercise independent judgment and provide a balanced and objective view in relation to the Company's affairs. Each of Dr. Xu Qing, Mr. Chen Wen and Ms. Zheng Jingjing has also confirmed that he/she will continue to devote sufficient time for the discharge of his/her functions and responsibilities as the independent non-executive Director. With her relevant background and experience, Dr. Xu Qing, Mr. Chen Wen and Ms. Zheng Jingjing are fully aware of the responsibilities and expected time involvements in the Company. Based on the foregoing, the Board believes that positions of Dr. Xu Qing, Mr. Chen Wen and Ms. Zheng Jingjing outside the Company will not affect his/her in maintaining his/her current role in, and his/her functions and responsibilities for, the Company.

In proposing each of Mr. Chen Wen, Mr. Ni Xin, Dr. Han Shuhua, Dr. David Guowei Wang, Dr. Xu Qing and Ms. Zheng Jingjing to be re-elected as a Director at the Annual General Meeting, the Board has considered, among others, the valuable business experience, knowledge and professionalism of Mr. Chen Wen, Mr. Ni Xin, Dr. Han Shuhua, Dr. David Guowei Wang, Dr. Xu Qing and Ms. Zheng Jingjing, as further described in the details of the respective Directors in Appendix I to this circular.

The Nomination Committee is of the view that the retiring Directors have extensive experience in the fields and professions that are relevant to the Company's business. In addition, their respective background, experience and knowledge allow them to provide valuable and relevant insights and contribute to the diversity of the Board. Accordingly, the Nomination Committee has recommended to the Board on re-election of all the retiring Directors.

The biographical details of the retiring Directors proposed for re-election at the Annual General Meeting are set out in Appendix I to this circular.

3. PROPOSED GRANTING OF REPURCHASE MANDATE

At the annual general meeting of the Company held on 26 June 2025, a general mandate was granted to the Directors to repurchase Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to repurchase Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General

LETTER FROM THE BOARD

Meeting to approve the granting of the Repurchase Mandate to the Directors to exercise the power of the Company to repurchase Shares up to a maximum of 10% of the total number of Shares in issue (excluding any Treasury Shares) as at the date of passing of the proposed ordinary resolution approving the granting of the Repurchase Mandate (i.e. a maximum of 199,821,727 Shares, based on 1,998,217,274 Shares in issue (excluding any Treasury Shares) as at the Latest Practicable Date and assuming that the total number of Shares in issue (excluding any Treasury Shares) will remain unchanged on the date of the Annual General Meeting).

An explanatory statement required by the Listing Rules to provide the Shareholders with all the information reasonably necessary for them to make an informed decision on whether to vote for or against the resolution in respect of the Repurchase Mandate is set out in Appendix II to this circular.

4. PROPOSED GRANTING OF ISSUANCE MANDATE

At the annual general meeting of the Company held on 26 June 2025, a general mandate was granted to the Directors to issue Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to issue Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Issuance Mandate to the Directors to exercise the power of the Company to allot, issue or otherwise deal with Shares up to a maximum of 20% of the total number of Shares in issue (excluding Treasury Shares) as at the date of passing of the proposed ordinary resolution approving the granting of the Issuance Mandate (i.e. a maximum of 399,643,454 Shares, based on 1,998,217,274 Shares in issue (excluding any Treasury Shares) as at the Latest Practicable Date and assuming that the total number of Shares in issue (excluding any Treasury Shares) will remain unchanged on the date of the Annual General Meeting).

An ordinary resolution to extend the Issuance Mandate by adding the number of Shares repurchased by the Company pursuant to the Repurchase Mandate will also be proposed at the Annual General Meeting.

5. PROPOSED RE-APPOINTMENT OF AUDITOR

Following the recommendation of the Audit Committee, the Board proposed to re-appoint EY as the auditor of the Company with a term expiring upon the next annual general meeting of the Company; and the Board proposed it be authorized to fix the remuneration of the auditor. An ordinary resolution in respect of the re-appointment of the auditor of the Company will be proposed at the Annual General Meeting for consideration and approval by the Shareholders.

LETTER FROM THE BOARD

6. CLOSURE OF REGISTER OF MEMBERS

For determining Shareholders' entitlement to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Tuesday, 23 June 2026 to Friday, 26 June 2026, both dates inclusive, during which period no transfer of Shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting, all transfer of Shares accompanied by the relevant share certificates must be lodged with the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on Monday, 22 June 2026. The record date for the Annual General Meeting will be Friday, 26 June 2026.

7. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages 24 to 28 of this circular.

Pursuant to the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll except where the chairman of the general meeting, in good faith, decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll results will be published by the Company after the Annual General Meeting in the manner prescribed under the Listing Rules.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.eddingpharm.com>). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority at the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 10:00 a.m. on Wednesday, 24 June 2026 (Hong Kong time)) or any adjournment thereof (as the case may be). Completion and delivery of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish.

8. 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 or this circular misleading.

LETTER FROM THE BOARD

9. GENERAL INFORMATION

Your attention is drawn to the additional information set out in Appendix I (Details of the Retiring Directors Proposed to be Re-elected at the Annual General Meeting) and Appendix II (Explanatory Statement on the Repurchase Mandate) to this circular.

10. RECOMMENDATION

The Directors consider that the proposed re-election of retiring Directors, the proposed granting of the Repurchase Mandate and the Issuance Mandate and the proposed re-appointment of auditor are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

Yours faithfully,
For and on behalf of the Board
Edding Genor Group Holdings Limited
Mr. Ni Xin
Chairman and Executive Director

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

EXECUTIVE DIRECTORS

(1) Mr. Ni Xin

Position and experience

Mr. Ni Xin (倪昕) (“**Mr. Ni**”), aged 55, was appointed as the Chairman, an executive Director and the president of the Group on 30 December 2025, and was redesignated from the president to the chief executive officer of the Group on 27 March 2026. He is the Chairperson of the Nomination Committee. Mr. Ni is mainly responsible for overseeing the strategic development, overall operation and management and major decision making of the Group.

Mr. Ni founded Edding in September 2001 and was the chairman of the board of directors, executive director and chief executive officer of Edding before the Merger Closing. He has over 25 years of experience in pharmaceutical industry. He was appointed as a director of Edding on 22 June 2020 and was subsequently re-designated as an executive director of Edding on 27 August 2020. Mr. Ni also held directorship at each subsidiary of Edding Group, Genor Biopharma Co., Ltd. (嘉和生物藥業有限公司), Genor Biopharma (HK) Limited and Genor Biopharma (USA), Inc.

Mr. Ni obtained his bachelor’s degree in medicine in July 1994 from Zhenjiang Medical College (鎮江醫學院) (later merged into Jiangsu University (江蘇大學)), and a Master of Business Administration in September 2006 from China Europe International Business School (中歐國際工商學院). He was awarded as the technology leader by Suzhou Industrial Park (蘇州工業園區) in November 2017.

Length of service

Mr. Ni has entered into a service contract with the Company for an initial term of three years commencing on 30 December 2025, and renewable automatically thereafter for successive periods of three years until terminated by giving to the other party no less than three months’ prior notice in writing. He is subject to retirement by rotation and re-election in accordance with the Articles of Association.

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

Director's emoluments

Pursuant to the service contract, Mr. Ni is not entitled to receive director's fee from the Company. His remuneration is subject to annual review by the remuneration committee of the Company and the Board from time to time with reference to the Company's remuneration policy, the prevailing market level and his responsibilities and performance.

For the year ended 31 December 2025, Mr. Ni received a total remuneration of RMB32,499,000, which included salaries, allowances and benefits in kind, performance-related bonuses, equity-settled share-based payment expenses and pension scheme contributions.

Relationships

Mr. Ni does not have any relationship with any Directors, senior management, or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Interest in Shares

As at the Latest Practicable Date, Mr. Ni is interested in 656,801,198 Shares and 101,301,201 underlying Shares, representing approximately 37.69% of the total number of issued Shares within the meaning of Part XV of the SFO. This includes 639,711,367 Shares held directly as a beneficial owner and 17,089,831 Shares held through controlled corporations (Talent Creation Holdings Limited and Chinapharm Group Company Limited). Additionally, he held 101,301,201 Converted Options under the One-off Share Option Plan.

Save as disclosed above, as at the Latest Practicable Date, Mr. Ni does not have any interest in or is deemed to be interested in any Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

(2) Dr. Han Shuhua

Position and experience

Dr. Han Shuhua (韓淑華), aged 66, was appointed as an executive director on 27 March 2026 and was appointed as the chief scientific officer of the Group on 30 December 2025. She is primarily responsible for R&D strategies and execution.

Dr. Han has over 30 years of academic research and drug discovery experience, especially in the fields of oncology, immune-oncology, inflammation, autoimmune diseases and immunology. Dr. Han joined Edding Group in November 2024 and has been serving as the chief scientific officer of Edding since then. Dr. Han is currently serving

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

as the manager of Genor Biopharma Co., Ltd. (嘉和生物藥業有限公司). Prior to joining Edding Group, Dr. Han worked at the Department of Immunology of Baylor College of Medicine, Houston, Texas, the United States. From April 2011 to December 2020, she served in various positions in WuXi AppTec (Shanghai) Co., Ltd. (上海藥明康德新藥開發有限公司), a wholly-owned subsidiary of WuXi AppTec Co., Ltd. (無錫藥明康德新藥開發股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 603259) and the Stock Exchange (stock code: 2359)), including the vice president of its Domestic Discovery Service Unit, the senior director of the Department of Neurology and Immunology, and as executive director. From January 2021 to March 2024, she served as the chief scientist of the Group, primarily responsible for establishing the global first-in-class/differential research and development platform for early identifying bi-specific/multi-specific antibodies in immune-oncology, building new drug discovery teams and conducting molecules research on potential global first-in-class and best-in-class products, which will become clinically beneficial and commercially viable drugs with the best potential.

Dr. Han obtained her bachelor's degree in medicine and master's degree in immunology from Shanghai Medical School, Fudan University in August 1983 and in December 1986, respectively, and obtained a Ph.D. from Imperial College, University of London in September 2000.

Length of service

The Company has entered into a service agreement with Dr. Han for her appointment as an executive Director for a fixed term of three years from 27 March 2026. She is subject to retirement by rotation and re-election in accordance with the Articles of Association.

Director's emoluments

Dr. Han will not receive any remuneration with respect to her appointment as an executive Director of the Company and will continue to receive remuneration pursuant to her current employment contract within the Group.

Her remuneration is subject to annual review by the remuneration committee of the Company and the Board from time to time with reference to the Company's remuneration policy, the prevailing market level and her responsibilities and performance.

Relationships

As at the Latest Practicable Date, Dr. Han does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

Interest in Shares

As at the Latest Practicable Date, Dr. Han is directly interested in 879,300 Shares, and holds 8,255,958 Converted Options under the One-off Share Option Plan of the Company.

Save as disclosed above, as at the Latest Practicable Date, Dr. Han does not have any interest in or is deemed to be interested in any Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

NON-EXECUTIVE DIRECTOR

(3) Dr. David Guowei Wang

Position and experience

Dr. David Guowei Wang (“Dr. Wang”), aged 64, was appointed as a non-executive Director of the Group on 30 December 2025. He is also a member of the Compensation Committee.

Dr. Wang was appointed as a Director on 31 July 2020 and was subsequently re-designated as a non-executive director of Edding on 27 August 2020.

Dr. Wang has over 18 years of experience in the medical industry. From April 2006 to July 2011, he served as a managing director at WI Harper Group. Dr. Wang is a partner and senior managing director, Asia at OrbiMed, an investment firm, where he has served in various roles of increasing responsibility since August 2011.

Dr. Wang has held directorships at various companies, including (i) a director (redesignated as a non-executive director since April 2016) at AK Medical Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1789) since February 2016; (ii) a director at Sichuan Biokin Pharmaceutical Co., Ltd. (四川百利天恒藥業股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 688506) since September 2017; (iii) a director at Gaush Meditech Ltd. (a company listed on the Main Board of the Stock Exchange, stock code: 2407) since December 2017; and (iv) a director of Laekna, Inc. (a company listed on the Main Board of the Stock Exchange, stock code: 2105) since July 2019.

Prior to the above, Dr. Wang was also (i) a director at Amoy Diagnostics Co., Ltd. (廈門艾德生物醫藥科技股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 300685) from June 2015 to August 2021; (ii) a non-executive director at Union Medical Healthcare Limited (香港醫思醫療集團有限公司) (currently known as EC Healthcare (醫思健康)) (a company listed on the Main Board of the Stock Exchange, stock code: 2138) from August 2018 to April 2020; (iii) a director at Gracell Biotechnologies Inc. (a company previously listed on Nasdaq and delisted in February

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

2024, stock code: GRCL) from March 2020 to February 2024; and (iv) a director at Sinovac Biotech Ltd., (a company listed on the NASDAQ Stock Exchange, ticker symbol: SVA) from January 2025 to June 2025.

Dr. Wang received his bachelor's degree in medicine from Beijing Medical University (北京醫科大學) (currently known as Peking University Health Science Centre (北京大學醫學部)) in July 1986. He received his Doctorate in developmental biology from California Institute of Technology in the U.S. in June 1995.

Length of service

Dr. Wang has entered into a letter of appointment with the Company for an initial term of three years commencing on 30 December 2025, which is renewable automatically for successive periods of three years until terminated by either party giving no less than three months' prior notice. He is subject to retirement by rotation and re-election in accordance with the Articles of Association.

Director's emoluments

Pursuant to the letter of appointment, Dr. Wang is not entitled to receive a director's fee from the Company. His remuneration is subject to annual review by the remuneration committee of the Company and the Board from time to time with reference to the Company's remuneration policy, the prevailing market level and his responsibilities and performance.

Relationships

As at the Latest Practicable Date, Dr. Wang does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Interest in Shares

As at the Latest Practicable Date, Dr. Wang does not have any interest in or is deemed to be interested in any Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

INDEPENDENT NON-EXECUTIVE DIRECTORS

(4) Dr. Xu Qing

Position and experience

Dr. Xu Qing (許慶) (“**Dr. Xu**”), aged 54, was appointed as an independent non-executive Director on 30 December 2025. He is the Chairperson of the Compensation Committee and a member of the Audit Committee and Nomination Committee. Dr. Xu has been working at Shanghai University of Finance and Economics (上海財經大學) since October 2007 and has been serving as a professor since June 2010.

Dr. Xu became a member of Dawn Project (曙光計劃) initiated and implemented by Shanghai Education Development Foundation (上海市教育發展基金會) and Shanghai Municipal Education Commission (上海市教育委員會) in December 2010. He was awarded as Excellent Talents in the New Century (新世紀優秀人才) by the Ministry of Education of the PRC in May 2011. He also won the academic award and advanced individual title from Shanghai University of Finance and Economics in September 2018.

Dr. Xu obtained his bachelor’s degree in English for cross-border trading from Jiangsu Institute of Technology (江蘇工學院) (currently known as Jiangsu University (江蘇大學)) in July 1993. He received his master’s degree in agricultural economy and management from Nanjing Agricultural University (南京農業大學) in July 1996 and his doctorate degree in philosophy from the University of Adelaide in Australia in March 2005. He was a post-doctoral fellow in Fudan University (復旦大學) from April 2005 to October 2007.

Length of service

Dr. Xu has entered into a letter of appointment with the Company for an initial term of three years commencing on 30 December 2025, which is renewable automatically for successive periods of three years until terminated by either party giving no less than three months’ prior notice. He is subject to retirement by rotation and re-election in accordance with the Articles of Association.

Director’s emoluments

Pursuant to the letter of appointment, Dr. Xu is entitled to an annual basic salary of RMB420,000. His remuneration is subject to annual review by the remuneration committee of the Company and the Board from time to time with reference to the Company’s remuneration policy, the prevailing market level and his responsibilities and performance.

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

Relationships

As at the Latest Practicable Date, Dr. Xu does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Interest in Shares

As at the Latest Practicable Date, Dr. Xu does not have any interest in or is deemed to be interested in any Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

(5) Mr. Chen Wen

Position and experience

Mr. Chen Wen (陳文) (“Mr. Chen”), aged 57, was appointed as an independent non-executive Director on 16 June 2020. He is also a member of the Compensation Committee.

Mr. Chen has over 11 years of experience in clinical research and business development of pharmaceutical companies. Prior to joining the Group, Mr. Chen was the deputy general manager and general manager of the business development department of Hangzhou Tigermed Consulting Co., Ltd. (杭州泰格醫藥科技股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 300347) from September 2010 to February 2020 and from May 2009 to February 2020, respectively. Mr. Chen currently serves as a partner of healthcare investment at Shanghai Yonghua Investment Management Co., Ltd. (上海涌鐸投資管理有限公司).

Mr. Chen graduated from Purdue University, the United States with a bachelor’s degree of science in May 1992. He obtained a master’s degree in medicine in Washington University in St. Louis, the United States, and a master’s degree in business administration in the University of Durham in the UK in May 1997 and December 1999, respectively.

Length of service

Mr. Chen has entered into a letter of appointment with the Company for an initial term of three years commencing on 30 December 2025, which is renewable automatically for successive periods of three years until terminated by either party giving no less than three months’ prior notice. He is subject to retirement by rotation and re-election in accordance with the Articles of Association.

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

Director's emoluments

Pursuant to the letter of appointment, Mr. Chen is entitled to an annual basic salary of RMB420,000. His remuneration is subject to annual review by the remuneration committee of the Company and the Board from time to time with reference to the Company's remuneration policy, the prevailing market level and his responsibilities and performance.

Relationships

As at the Latest Practicable Date, Mr. Chen does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Interest in Shares

As at the Latest Practicable Date, Mr. Chen does not have any interest in or is deemed to be interested in any Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

(6) Ms. Zheng Jingjing

Position and experience

Ms. Zheng Jingjing (鄭晶晶) (“**Ms. Zheng**”), aged 49, was appointed as an independent non-executive Director on 30 December 2025. She is the Chairperson of the Audit Committee and a member of the Nomination Committee.

Ms. Zheng is a multifaceted finance executive with decades of experience in financial management, investment and auditing. Ms. Zheng embarked on her career in finance from September 1999 to January 2014 with Ernst & Young Hua Ming LLP Shanghai Branch (安永華明會計師事務所(特殊普通合伙)上海分所), where she was promoted as a partner in July 2011. From April 2014 to March 2015, she served as the financial director of Shanghai Yuhong Classic Equity Investment Fund Management Co., Ltd. (上海御泓經典股權基金管理有限公司). From March 2015 to January 2022, she served as the chief financial officer of Hanxiede Investment Consulting (Shanghai) Co., Ltd. (漢偕德投資諮詢(上海)有限公司). From June 2022 to July 2025, she served as the deputy chief administration officer of Shanghai Jinjing Investment Management Consulting Co., Ltd. (上海金景投資管理諮詢有限公司), focusing on its financial management. Ms. Zheng has been serving as an operations manager (middle and back office) of Shanghai Qingxin Investment Management Co., Ltd. (上海清新投資管理有限公司) since December 2025.

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

Ms. Zheng has been holding and held directorships in multiple listed companies, including (i) an independent director of Shanghai AEG Enterprise Development Co., Ltd. (上海安奕極企業發展股份有限公司) (a company listed on National Equities Exchange and Quotations System, stock code: 874098) since January 2024, and (ii) an independent director of Zhejiang Tengen Electrics Co., Ltd. (浙江天正電氣股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 605066) from June 2020 to May 2023.

Ms. Zheng obtained her bachelor's degree in international finance from Shanghai Jiao Tong University (上海交通大學) in July 1999. She has also been a PRC certified public accountant.

Length of service

Ms. Zheng has entered into a letter of appointment with the Company for an initial term of three years commencing on 30 December 2025, which is renewable automatically for successive periods of three years until terminated by either party giving no less than three months' prior notice. She is subject to retirement by rotation and re-election in accordance with the Articles of Association.

Director's emoluments

Pursuant to the letter of appointment, Ms. Zheng is entitled to an annual basic salary of RMB420,000. Her remuneration is subject to annual review by the remuneration committee of the Company and the Board from time to time with reference to the Company's remuneration policy, the prevailing market level and his responsibilities and performance.

Relationships

As at the Latest Practicable Date, Ms. Zheng does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Interest in Shares

As at the Latest Practicable Date, Ms. Zheng does not have any interest in or is deemed to be interested in any Shares, underlying Shares or debentures of the Company or its associated corporations within the meaning of Part XV of the SFO.

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

Other information that needs to be disclosed and matters that need to be brought to the attention of the Shareholders

Save as disclosed above, as at the Latest Practicable Date, each of the Directors proposed to be re-elected confirmed that he/she (i) does not hold any other position with the Company and other members of the Group; (ii) does not hold any directorship in the last three years prior to the Latest Practicable Date in public companies, the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, there are no other information in relation to the re-election of the retiring Directors that need to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to rule 13.51(2)(h) to (v) of the Listing Rules.

The following is an explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the Annual General Meeting in relation to the granting of the Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 2,011,213,774 Shares (including 12,996,500 Treasury Shares).

Subject to the passing of the ordinary resolution set out in item 4 of the notice of the Annual General Meeting in respect of the granting of the Repurchase Mandate and assuming that the total number of Shares in issue will remain unchanged on the date of Annual General Meeting, the Company will be authorized under the Repurchase Mandate to repurchase, during the period in which the Repurchase Mandate remains in force, a total of 199,821,727 Shares, representing 10% of the total number of Shares in issue (excluding Treasury Shares) as at the date of the Annual General Meeting.

2. REASONS FOR SHARE REPURCHASE

The Directors believe that the granting of the Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole.

Shares repurchase may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such a repurchase will benefit the Company and the Shareholders.

Under the Listing Rules, the Company will either (i) cancel the repurchased Shares and/or (ii) hold such repurchased Shares as Treasury Shares, subject to market conditions and the capital management needs of the Company at the relevant time such repurchases of Shares are made. If the Company holds any Treasury Shares, any sale or transfer of Treasury Shares will be subject to the terms of the Issuance Mandate in the ordinary resolution set out in item 5 of the notice of the Annual General Meeting and made in accordance with the Listing Rules and applicable laws and regulations of the Cayman Islands.

To the extent that any Treasury Shares are deposited with Central Clearing and Settlement System (“CCASS”) pending resale, the Company will adopt appropriate measures to ensure that it does not exercise any shareholders’ rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in the Company’s own name as Treasury Shares. These measures may include approval by the Board that (i) the Company will not (or will procure its broker not to) give any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings for the Treasury Shares deposited with CCASS; and (ii) in the case of dividends or distributions, the Company will withdraw the Treasury Shares from CCASS, and either re-register them in its own name as Treasury Shares or cancel them, in each case before the record date for the dividends or distributions.

3. FUNDING OF SHARE REPURCHASE

Share repurchases pursuant to the Repurchase Mandate would be funded out of funds legally available for the purposes in accordance with the Company's memorandum of association, the Articles of Association, the laws of the Cayman Islands, the Listing Rules and/or any other applicable laws.

4. IMPACT OF SHARE REPURCHASE

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited financial statements contained in the annual report of the Company for the year ended 31 December 2025) in the event that the Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period. However, the Directors do not intend to exercise the Repurchase Mandate to such extent as would, in the opinion of the Directors, have a material adverse effect on the working capital or gearing position of the Company.

5. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which Shares have traded on the Stock Exchange during each of the 12 months preceding and up to and including the Latest Practicable Date were as follows:

Month	Highest HK\$	Lowest HK\$
March 2025	2.30	1.82
April 2025	2.43	1.71
May 2025	2.87	2.02
June 2025	3.03	2.33
July 2025	2.97	2.31
August 2025	5.05	2.51
September 2025	5.60	3.65
October 2025	4.34	2.88
November 2025	3.68	2.55
December 2025	3.90	2.91
January 2026	3.14	2.25
February 2026	3.26	2.49
March 2026	2.97	2.42
April 2026 (<i>up to the Latest Practicable Date</i>)	3.06	2.68

6. GENERAL

To the best of their knowledge and having made all reasonable enquiries, none of the Directors nor any of their respective close associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company under the Repurchase Mandate in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons (as defined in the Listing Rules) of the Company that he/she/it has a present intention to sell any Shares to the Company under the Repurchase Mandate, nor that they have undertaken not to sell any Shares held by them to the Company, in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

The Directors will exercise the power of the Company to repurchase Shares pursuant to the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands. In addition, the Company has confirmed that neither the Explanatory Statement nor the proposed share repurchase has any unusual features.

7. TAKEOVERS CODE

If as a result of a repurchase of Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of Rule 32 of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 and Rule 32 of the Takeovers Code.

As at the Latest Practicable Date, Mr. Ni Xin, the controlling shareholder (as defined in the Listing Rules) of the Company, is interested in 656,801,198 Shares and 101,301,201 underlying Shares, representing approximately 37.69% of the number of Shares in issue of the Company. If the Directors were to exercise the Repurchase Mandate in full, the percentage shareholdings of Mr. Ni Xin would be increased to approximately 41.9% of the number of Shares in issue of the Company. Such increase would give rise to an obligation to make a mandatory offer under Rules 26 and 32 of the Takeovers Code. The Directors have no present intention to exercise the Repurchase Mandate to such an extent as would result in such mandatory offer obligation arising or that would result in the public shareholding falling below the minimum percentage prescribed under the Listing Rules.

8. SHARE REPURCHASES MADE BY THE COMPANY

During the 6 months prior to the Latest Practicable Date, the Company made the following repurchases of Shares on the Stock Exchange:

Date of Repurchase	No. of Shares Repurchased	Repurchased Price paid per share		Aggregate consideration (HK\$)
		Highest (HK\$)	Lowest (HK\$)	
28 January 2026	973,500	2.52	2.35	2,409,520
29 January 2026	1,000,000	2.55	2.50	2,543,010
30 January 2026	1,000,000	2.56	2.47	2,535,675
2 February 2026	1,500,000	2.55	2.52	3,817,975
3 February 2026	1,000,000	2.59	2.52	2,556,395
4 February 2026	997,500	2.63	2.54	2,603,990
5 February 2026	774,000	2.65	2.60	2,050,410
6 February 2026	93,000	2.69	2.65	249,865
9 February 2026	508,500	2.77	2.77	1,408,545
10 February 2026	8,500	2.82	2.80	23,960
11 February 2026	500	2.90	2.90	1,450
12 February 2026	540,000	2.97	2.95	1,603,130
13 February 2026	611,500	3.04	3.04	1,858,960
16 February 2026	2,000	3.08	3.08	6,160
20 February 2026	14,000	3.16	3.15	44,115
23 February 2026	457,500	3.20	3.17	1,460,995
24 February 2026	1,454,000	3.26	3.26	4,740,040
30 March 2026	254,500	2.61	2.53	658,830
31 March 2026	25,000	2.67	2.67	66,750
1 April 2026	13,500	2.70	2.70	36,450
2 April 2026	1,500,000	2.76	2.76	4,140,000
8 April 2026	103,500	2.83	2.78	291,825
9 April 2026	99,000	2.90	2.85	286,980
10 April 2026	66,500	2.95	2.95	196,175

NOTICE OF ANNUAL GENERAL MEETING



EDDING GENOR GROUP HOLDINGS LIMITED

亿腾嘉和醫藥集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6998)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Edding Genor Group Holdings Limited (the “**Company**”) will be held at 55/F, Tower 1, Plaza 66, No. 1266 Nanjing West Road, Jing’an District, Shanghai, China on Friday, 26 June 2026 at 10:00 a.m. to consider and, if thought fit, pass the following ordinary resolutions:

1. to consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “**Directors**”) and auditor (the “**Auditor**”) of the Company for the year ended 31 December 2025.
2.
 - (a) to re-elect Mr. Ni Xin as an executive Director;
 - (b) to re-elect Dr. Han Shuhua as an executive Director;
 - (c) to re-elect Dr. David Guowei Wang as a non-executive Director;
 - (d) to re-elect Dr. Xu Qing as an independent non-executive Director;
 - (e) to re-elect Mr. Chen Wen as an independent non-executive Director;
 - (f) to re-elect Ms. Zheng Jingjing as an independent non-executive Director;
 - (g) to authorize the board of Directors (the “**Board**”) to fix the respective Directors’ remuneration.
3. to re-appoint Ernst & Young as the Auditor for the year ending 31 December 2026 and to authorize the Board to fix their remuneration;

and to consider and, if thought fit, pass, with or without amendments, the following resolutions:

ORDINARY RESOLUTIONS

4. “**THAT:**
 - (a) subject to paragraph (b) below, the exercise by the Directors during the Relevant Period (as defined in paragraph (c) below) of all the powers of the Company to repurchase shares in the share capital of the Company (the “**Shares**”) on The Stock

NOTICE OF ANNUAL GENERAL MEETING

Exchange of Hong Kong Limited (the “**Stock Exchange**”) or any other stock exchange on which the Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong (the “**SFC**”) and the Stock Exchange for such purpose, and subject to and in accordance with the rules and regulations of the SFC, the Stock Exchange, the Companies Act, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands and all other applicable laws as amended from time to time in this regard, be and is hereby generally and unconditionally approved;

- (b) the total number of Shares which may be repurchased or agreed to be repurchased by the Company pursuant to the approval in paragraph (a) above during the Relevant Period shall not exceed 10% of the total number of Shares in issue (excluding any treasury Shares (which shall have the meaning ascribed thereto under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) (the “**Treasury Shares**”)) as at the date of passing of this resolution, and if any subsequent consolidation or subdivision of Shares is conducted after the approval in paragraph (a) above is granted, the maximum number of Shares that may be repurchased under the approval in paragraph (a) above as a percentage of the total number of issued Shares at the date immediately before and after such consolidation or subdivision shall be the same; and
- (c) for the purposes of this resolution:

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.”

5. “**THAT:**

- (a) subject to paragraph (c) below, pursuant to the Listing Rules and all other applicable laws, the exercise by the Directors during the Relevant Period (as defined in paragraph (d) below) of all the powers of the Company to allot, issue and deal with additional Shares (including any sale and transfer of Treasury Shares), and to make or grant offers, agreements, options and awards which would or might require the exercise of such powers be and is hereby generally and unconditionally approved;

NOTICE OF ANNUAL GENERAL MEETING

- (b) the approval in paragraph (a) above shall authorize the Directors to make or grant offers, agreements, options and awards during the Relevant Period which would or might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate number of Shares allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to:
 - (i) a Rights Issue (as defined in paragraph (d) below);
 - (ii) any issue of shares under any share scheme of the Company;
 - (iii) any scrip dividend scheme or similar arrangement providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company and other relevant regulations in force from time to time; and/or
 - (iv) any issue of Shares upon the exercise of rights of subscription or conversion under the terms of any securities of the Company which carry the right to subscribe or are convertible into Shares;

shall not exceed 20% of the total number of Shares in issue (excluding Treasury Shares) as at the date of passing of this resolution, and if any subsequent consolidation or subdivision of Shares is conducted after the approval in (a) above is granted, the maximum number of Shares that may be issued under the approval in paragraph (a) above as a percentage of the total number of issued Shares at the date immediately before and after such consolidation or subdivision shall be the same; and

- (d) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.

NOTICE OF ANNUAL GENERAL MEETING

“**Rights Issue**” means an offer of Shares or offer or issue of warrants, options or other securities giving rights to subscribe for Shares open for a period fixed by the Directors to holders of Shares or any class thereof whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares or class thereof as at the date (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognized regulatory body or any stock exchange in, any territory applicable to the Company).”

6. “**THAT** conditional upon the passing of the resolutions numbered 4 and 5 above, the unconditional general mandate referred to in the resolution numbered 5 above be and is hereby extended by the addition to the aggregate number of Shares which may be allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with by the Directors pursuant to such general mandate of the aggregate number of Shares repurchased by the Company pursuant to the mandate granted under the resolution numbered 4 above, provided that such amount shall not exceed 10% of the total number of Shares in issue (excluding Treasury Shares) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution).”

By Order of the Board
Edding Genor Group Holdings Limited
Mr. Ni Xin
Chairman and Executive Director

Hong Kong, 16 April 2026

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. All resolutions at the meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the above meeting. A proxy need not be a shareholder of the Company. 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 form of proxy.
3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for the above meeting (i.e. not later than 10:00 a.m. on Wednesday, 24 June 2026 (Hong Kong time)) or any adjournment thereof (as the case may be). Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. For determining shareholders' entitlement to attend and vote at the above meeting, the register of members of the Company will be closed from Tuesday, 23 June 2026 to Friday, 26 June 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the meeting, all transfer of Shares accompanied by the relevant share certificates must be lodged with the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on Monday, 22 June 2026. The record date for the Annual General Meeting will be Friday, 26 June 2026.

In the event that the meeting is adjourned to a date later than Thursday, 26 June 2026 due to bad weather conditions or other reasons, the period of closure of the register of members of the Company for determination of shareholders' entitlement to attend and vote at the above meeting will remain the same as stated above.
5. A circular containing further details concerning resolutions numbered 2 to 6 set out in the above notice will be sent to all shareholders of the Company upon request. The annual report of the Company for the year ended 31 December 2025 has been despatched on 16 April 2026.

As at the date of this notice, the Board comprises Mr. Ni Xin and Dr. Han Shuhua as executive Directors; Dr. David Guowei Wang and Mr. Yu Tieming as non-executive Directors; and Dr. Xu Qing, Mr. Chen Wen and Ms. Zheng Jingjing as independent non-executive Directors.

This circular (in both English and Chinese versions) has been posted on the Company's website at https://www.eddingpharm.com/.
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