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INNOCARE
诺诚健华

InnoCare Pharma Limited
諾誠健華醫藥有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 9969)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 16 JUNE 2026

References are made to the notice of annual general meeting (the "**AGM Notice**") and the circular (the "**AGM Circular**") of InnoCare Pharma Limited (the "**Company**") dated 24 April 2026. Unless otherwise indicated, capitalized terms used herein have the same meanings of those defined in the AGM Circular.

POLL RESULTS OF ANNUAL GENERAL MEETING

The Board is pleased to announce that the AGM was held on Tuesday, 16 June 2026 and all the proposed resolutions set out in the AGM Notice was duly passed by the Shareholders by way of poll.

The poll results in respect of the resolutions are as follows:

Ordinary Resolutions		No. of Votes Cast (%)		
		For	Against	Abstain
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors (the "**Director(s)**") and auditors of the Company for the year ended December 31, 2025.	824,763,720 (99.8534%)	1,210,664 (0.1466%)	245,161
2.	To consider and approve the 2025 Annual Report.	824,758,412 (99.8525%)	1,218,472 (0.1475%)	242,661

Ordinary Resolutions		No. of Votes Cast (%)		
		For	Against	Abstain
3.	To consider and approve the 2025 Work Report of the Board of Directors.	824,639,446 (99.8423%)	1,302,830 (0.1577%)	277,269
4.	To consider and approve the proposed 2025 Profit Distribution Plan.	825,081,551 (99.8875%)	929,180 (0.1125%)	208,814
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of Shares in issue of the Company as at the date of passing of this resolution.	727,094,299 (88.0059%)	99,093,732 (11.9941%)	31,514
6.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of Hong Kong Shares and RMB Shares, respectively, in issue of the Company as at the date of passing of this resolution.	824,779,856 (99.8295%)	1,408,675 (0.1705%)	31,014
7.	To extend, conditional upon the above resolutions 5 and 6 being duly passed, the general mandate to allot, issue and deal with additional shares by adding the aggregate amount of the repurchased Shares to the 20% general mandate.	723,573,627 (87.6090%)	102,338,788 (12.3910%)	307,130
8.	To re-elect Dr. Yigong Shi as a non-executive Director.	819,358,654 (99.1844%)	6,737,516 (0.8156%)	123,375
9.	To re-elect Mr. Ronggang Xie as a non-executive Director.	807,571,258 (97.7720%)	18,402,412 (2.2280%)	245,875
10.	To re-elect Dr. Dandan Dong as an independent non-executive Director.	816,710,529 (98.8672%)	9,357,502 (1.1328%)	151,514
11.	To authorise the board of Directors (the "**Board**") to fix the remuneration of the Directors.	824,675,907 (99.8242%)	1,452,124 (0.1758%)	91,514
12.	To re-appoint Ernst & Young and Ernst & Young Hua Ming LLP as auditors of the Company for the audits of the Company's financial statements to be filed with the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively, and authorise the Board to fix its remuneration.	821,269,498 (99.4128%)	4,850,578 (0.5872%)	99,469
13.	To consider and approve the purchase of liabilities insurance for the Directors and senior management.	824,604,600 (99.8120%)	1,553,284 (0.1880%)	61,661

Ordinary Resolutions		No. of Votes Cast (%)		
		For	Against	Abstain
14.	To consider and approve the proposed update in use of proceeds of RMB Share Issue.	825,186,000 (99.8969%)	851,384 (0.1031%)	182,161
15.	To consider and approve the grant of 10,782,339 RSUs to Dr. Cui in accordance with the terms of the 2023 Share Award Scheme, and the authorization to the Board to give effect to such grant.	576,022,640 (92.8814%)	44,147,668 (7.1186%)	206,049,237
16.	To consider and approve the grant of 2,150,647 RSUs to Dr. Zhao in accordance with the terms of the 2023 Share Award Scheme, and the authorization to the Board to give effect to such grant.	576,022,640 (92.8871%)	44,109,660 (7.1129%)	206,087,245
17.	To consider and approve the adoption of the 2026 RMB Share Incentive Scheme and the Scheme Mandate Limit.	782,061,570 (94.6600%)	44,118,261 (5.3400%)	39,714
18.	To consider and approve the adoption of the Incentive Scheme Assessment Management Measures.	782,123,930 (94.6682%)	44,050,301 (5.3318%)	45,314
19.	To consider and approve the proposed issue and grant of new RMB Shares under the 2026 RMB Share Incentive Scheme pursuant to the Scheme Mandate Limit.	781,990,517 (94.6515%)	44,188,514 (5.3485%)	40,514
20.	To consider and approve the proposed authorization to the Board to handle matters pertaining to the 2026 RMB Share Incentive Scheme.	781,664,545 (94.6161%)	44,478,778 (5.3839%)	76,222
21.	To consider and approve the proposed amendments to rules of procedure for general meetings of shareholders.	688,460,703 (83.3467%)	137,559,581 (16.6533%)	199,261
22.	To consider and approve the proposed amendments to rules of procedure for board meetings.	688,456,558 (83.3462%)	137,563,726 (16.6538%)	199,261
23.	To consider and approve the proposed formulation of remuneration management policy for directors and senior management.	824,790,005 (99.8356%)	1,358,379 (0.1644%)	71,161

Special Resolution		No. of Votes Cast (%)		
		For	Against	Abstain
24.	To consider and approve the proposed amendments to the fifth amended and restated memorandum and articles of association of the Company and adopt the sixth amended and restated memorandum and articles of association of the Company.	821,614,841 (99.4708%)	4,371,135 (0.5292%)	233,569

Shareholders may refer to the AGM Notice and AGM Circular for the full text of the above resolutions.

As more than 1/2 of the votes present at the AGM in person or by proxy were cast in favour of each of the resolutions numbered 1 to 23 above, these resolutions were duly passed as ordinary resolutions of the Company. As more than 3/4 of the votes present at the AGM in person or by proxy were cast in favour of the resolution numbered 24, the resolution was duly passed as special resolution of the Company.

Apart from the above resolutions, no new proposal was submitted for voting and approval.

GENERAL

As at the date of the AGM, the total number of issued Shares was 1,764,643,952 Shares (including 1,496,284,235 Hong Kong Shares and 268,359,717 RMB Shares), and the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM was 1,691,844,427 Shares (including 1,423,484,710 Hong Kong Shares and 268,359,717 RMB Shares). There were 2,486,000 treasury Shares held by the Company (including any treasury Shares held or deposited with CCASS) that should be excluded from the total number of issued Shares for the purpose of the AGM. There were 70,313,525 Shares held by trustees of share award schemes, which were required under Rule 17.05A of the Listing Rules and the rules of the share award schemes to abstain from voting on matters that require shareholders' approval under the Listing Rules.

As at the date of the AGM, and taking into account the applicable rules under the STAR Market Listing Rules and Hong Kong Listing Rules, (i) Dr. Jisong Cui, Dr. Renbin Zhao and their close associates and affiliates, respectively, along with other Shareholders who are not Independent Shareholders, holding 476,501,897 Shares in aggregate, abstained from voting in favour of the resolution approving Resolution No. 15–16; and (ii) Dr. Jisong Cui, Dr. Renbin Zhao and their close associates and affiliates, respectively, and other grantees who are also shareholders of the Company and their affiliates, holding 267,830,675 Shares in aggregate, abstained from voting in favour of the resolutions approving Resolutions No. 17–20. Certain of the above-mentioned Shareholders who were required to abstain from

voting in favour of relevant Resolution(s) had inadvertently cast votes in respect of such Resolution(s) due to an administrative oversight. Such votes have been duly identified and have been excluded from the poll results as set out in this announcement.

Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against each of the Resolutions proposed at the AGM was (i) for Resolution 15–16, 1,215,342,530 Shares, representing approximately 68.87% of the total number of issued Shares as at the date of the AGM; and (ii) for Resolutions 17–20, 1,424,013,752 Shares, representing approximately 80.7% of the total number of issued Shares as at the date of the AGM.

Save as disclosed above, to the best of the knowledge, information and belief of the Board, there were no other Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. No other Shareholder was required to abstain from voting at the AGM under the Listing Rules. No Shareholder had indicated in the AGM Circular that they intended to vote against or to abstain from voting on any resolutions proposed at the AGM.

All Directors have attended the AGM 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 AGM for the purpose of vote-taking in respect of the resolutions.

By Order of the Board
InnoCare Pharma Limited
Dr. Jisong Cui
Chairperson and executive Director

Hong Kong, 16 June 2026

As at the date of this announcement, the Board comprises Dr. Jisong Cui as Chairperson and executive Director, Dr. Renbin Zhao as executive Director, Dr. Yigong Shi and Mr. Ronggang Xie as non-executive Directors, and Ms. Lan Hu, Dr. Dandan Dong and Prof. Kunliang Guan as independent non-executive Directors.