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INNOVAX HOLDINGS LIMITED
創陞控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2680)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Innovax Holdings Limited (the "**Company**") will be held at Room 1201-1202 & 1212, 12/F, West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong on Friday, 7 August 2026 at 2: 00 p.m. for the following purposes:

1. To receive, consider and adopt the audited consolidated financial statements and the reports of the Board and auditor for the year ended 28 February 2026.

2(i)(a). To re-elect Mr. Wang Tingfa as an executive Director.

2(i)(b). To re-elect Mr. Wang Zhenyuan as an executive Director.

2(i)(c). To re-elect Mr. Li Changqing as an independent non-executive Director.

2(i)(d). To re-elect Mr. Li Yi as an independent non-executive Director.

2(i)(e). To re-elect Ms. Ling Taotao as an independent non-executive Director.

2(ii). To authorize the Board of Directors to fix the remuneration of the Directors.

3. To re-appoint BDO Limited as auditor of the Company and to authorise the Board of Directors to fix its remuneration.

and to consider and, if thought fit, pass with or without modification the following resolutions as ordinary resolutions:

4. "**THAT:**

(a) subject to paragraph (b) of this Resolution, the exercise by the Directors of the Company during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with additional Shares or securities convertible into Shares or options, warrants or similar rights to subscribe for the Shares or such convertible securities and to make or grant offers, agreements or options which would or might require the exercise of such powers whether during or after the end of the Relevant Period (as defined below) be and is hereby generally and unconditionally approved;

(b) the aggregate number of Shares allotted or agreed to be allotted by the Directors of the Company pursuant to the approval in paragraph (a) of this Resolution, other than pursuant to (i) a rights issue, (ii) any scrip dividend scheme or similar arrangement providing for the allotment of the Shares in lieu of the whole or part of a dividend on the Shares or (iii) a specific authority granted by the Shareholders in general meeting, shall not exceed the aggregate of:

(A) 20% of the total number of Shares in issue as at the date of passing of this Resolution; and

(B) (if the Directors of the Company are so authorised by a separate ordinary resolution of the Shareholders) the aggregate number of Shares bought back by the Company (if any) under the general mandate to buy back Shares referred to in Resolution numbered 5 below,

and the said approval shall be limited accordingly; and

(c) for the purpose of this Resolution numbered 4, "Relevant Period" means the period from the passing of the resolution until the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the end of the period within which the Company is required by the Articles of Association or any applicable laws to hold its next annual general meeting; and

(iii) the date on which the mandate is varied or revoked by an ordinary resolution of the Shareholders in a general meeting.

(d) for the purpose of this Resolution numbered 4, "Shares" mean ordinary shares of the Company and "Shareholders" mean holders of the Shares."

5. **"THAT:**

(a) subject to paragraph (b) of this Resolution, the exercise by the Directors of the Company during the Relevant Period (as defined below) of all the powers of the Company to buy back the Shares on The Stock Exchange of Hong Kong Limited, or on any other stock exchange on which the Shares may be listed (and which is recognised by the Securities and Futures Commission of Hong Kong and The Stock Exchange of Hong Kong Limited for this purpose), be and is hereby generally and unconditionally approved;

(b) the maximum number of Shares to be bought back by the Company pursuant to the approval in paragraph (a) shall not exceed in aggregate 10% of the total number of the Shares in issue as at the date of passing of this Resolution and at such price or prices as may be determined by the Directors of the Company, provided the purchase price shall not be 5% or more than the average closing market price for the five preceding trading days on which the Shares were traded on the Stock Exchange, and otherwise in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, and the said approval shall be limited accordingly; and

(c) for the purpose of this Resolution numbered 5, "Relevant Period" means the period from the passing of the resolution until the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the end of the period within which the Company is required by the Articles of Association or any applicable laws to hold its next annual general meeting; and

(iii) the date on which the mandate is varied or revoked by an ordinary resolution of the shareholders of the Company in a general meeting; and

(d) for the purpose of this Resolution numbered 5, "Shares" mean ordinary shares of the Company and "Shareholders" mean holders of the Shares."

6. "**THAT:** conditional on the passing of Resolutions 4 and 5, the general mandate granted to the Directors of the Company to exercise the powers of the Company to allot, issue, grant or otherwise deal with additional Shares in the Company pursuant to Resolution 4 be and is hereby extended by the addition thereto of the total number of Shares bought back by the Company under the general mandate granted pursuant to Resolution 5, provided that such number of Shares shall not exceed 10% of the total number of Shares in issue as at the date of passing of Resolutions 4 and 5."

7. As special business to consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

"**THAT, AS A SPECIAL RESOLUTION**

(a) the proposed amendments to the existing third amended and restated memorandum and articles of association of the Company (the "**Memorandum and Articles of Association**"), the details of which are set out in Appendix III to the circular (the "**Proposed M&A Amendments**"), be and are hereby approved;

(b) the fourth amended and restated memorandum and articles of association of the Company (the "**Fourth Amended and Restated Memorandum and Articles of Association**"), which contains all the Proposed M&A Amendments and a copy of which has been produced to this meeting and marked "A" and initialed by the chairman of the meeting, be and is hereby approved and adopted in substitution for and to the exclusion of the Memorandum and Articles of Association of the Company with effect from the close of the meeting;

(c) any director or company secretary of the Company be and is hereby authorized to do all such acts, deeds and things and execute and deliver all such documents and/or take all relevant actions and make all such arrangements that he/she shall, in his/her absolute discretion, consider or deem necessary or expedient and in the interest of the Company to effect the Proposed M&A Amendments and the Company's adoption of the Fourth Amended and Restated Memorandum and Articles of Association, and to comply with the requirements from the relevant regulatory authorities, including dealing with the relevant filing, notices, amendments and registration (where necessary) procedures and other related matters arising from the Proposed M&A Amendments and the Company's adoption of the Fourth Amended and Restated Memorandum and Articles of Association; and

(d) the registered office provider of the Company be and is hereby authorized to arrange for the filing of special resolution passed and the Fourth Amended and Restated Memorandum and Articles of Association with the Registrar of Companies in the Cayman Islands."

By Order of the Board
Innovax Holdings Limited
Chau Lok Yi
Company Secretary

Hong Kong, 26 June 2026

Notes:

1. In order to determine the eligibility to attend and vote at the above meeting, the register of members of the Company will be closed from Tuesday, 4 August 2026 to Friday, 7 August 2026 (both dates inclusive). The record date to attend and vote at the AGM will be Friday, 7 August 2026. To qualify to attend and vote at the above meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong for registration not later than 4:00 p.m. on Monday, 3 August 2026.

2. Any member of the Company entitled to attend and vote at the above meeting (or any adjournment thereof) is entitled to appoint one or more persons as his proxy to attend and vote instead of him. A proxy need not be a member of the Company.

3. In the case of joint registered holders of any shares in the Company, any one of such persons may vote at the above meeting, either personally or by proxy, in respect of such shares as if he were solely entitled thereto; but if more than one of such joint holders are present at the above meeting personally or by proxy, that one so present whose name stands first in the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.

4. In order to be valid, the completed form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited at the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the above meeting 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 in person at the AGM and any adjournment thereof if you so wish, and in such event, the form of proxy will be deemed to be revoked.

5. Shareholders are suggested to telephone the Company's hotline on (852) 2311 0322 for arrangements of the meeting in the event that a gale warning (tropical cyclone no. 8 or above) or "extreme conditions" caused by super typhoons or black rainstorm warning is hoisted on the day of the meeting.

As at the date of this announcement, the Board comprises: Mr. Wang Tingfa as the Chairman and executive Director and Chief Executive Officer; Mr. Wang Zhenyuan as the executive Director; Mr. Li Changqing, Mr. Li Yi and Ms. Ling Taotao as independent non-executive Directors.