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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)

UPDATE ON CONTINUING CONNECTED TRANSACTION IN RELATION TO THE SUB-LICENSING ARRANGEMENT OF JING ZHU DA

Reference is made to the circular of Edding Genor Group Holdings Limited (the “**Company**”) dated 5 December 2025 (the “**Circular**”), in relation to, among other things, the sub-license agreement dated 9 May 2023 (the “**2023 Sub-License Agreement**”, as defined below) entered into between Eddingpharm Suzhou Co., Ltd. (“**Suzhou Eddingpharm**”) and Taizhou EOC Pharma Co., Ltd. (“**Taizhou EOC**”), and the continuing connected transactions contemplated thereunder. This announcement is made by the Company to provide shareholders of the Company and potential investors with an update on the 2023 Sub-License Agreement and the continuing connected transactions contemplated thereunder.

On 5 August 2026, the Company was informed in writing by Taizhou EOC that Syndax Pharmaceuticals, Inc. (“**Syndax**”) has issued a notice to EOC Pharma (Hong Kong) Limited (“**EOC HK**”) terminating the Original License Agreement (as defined below) (the “**Termination Notice**”). As a result of the termination of the Original License Agreement, EOC HK no longer holds any rights to use the relevant patents and intellectual property in respect of the development and commercialisation of Jing Zhu Da (the “**Product**”), and accordingly no longer has any rights that can be sub-licensed to Taizhou EOC, which in turn means Taizhou EOC is unable to perform its obligations under the 2023 Sub-License Agreement to grant Suzhou Eddingpharm the relevant sub-licensed rights. Accordingly, the 2023 Sub-License Agreement and the continuing connected transactions contemplated thereunder can no longer be performed (the “**Cessation**”).

BACKGROUND

EOC HK and Taizhou EOC entered into a sub-license agreement on 1 December 2018 (the “**2018 Sub-License Agreement**”), pursuant to which Taizhou EOC was granted an exclusive sub-license, including the right to carry out development, regulatory approval, commercialisation and manufacturing activities in Mainland China (the “**Territory**”) in respect of the Product.

Suzhou Eddingpharm, a wholly-owned subsidiary of the Company, entered into the 2023 Sub-License Agreement with Taizhou EOC on 9 May 2023, pursuant to which Taizhou EOC agreed to grant Suzhou Eddingpharm an exclusive sub-license to commercialise the Product in the field of treatment of human cancers and companion diagnostic testing in the Territory (the “**Field**”). Suzhou Eddingpharm was entitled to carry out marketing, distribution, sale and promotion activities in respect of the Product in the Field in the Territory, including but not limited to planning, market research, advertising and promotion, training, marketing, sales, distribution, post-marketing safety surveillance, and medical affairs management and reporting in respect of the Product in the Territory (the “**Commercialisation Rights**”).

Pursuant to the 2023 Sub-License Agreement, Suzhou Eddingpharm was entitled to receive commission fees from Taizhou EOC for the sales of the Product in the Territory, net of royalty payments payable to Taizhou EOC. Since the 2023 Sub-License Agreement became effective and up to the date of this announcement, Suzhou Eddingpharm has paid to Taizhou EOC an aggregate of RMB60,000,000, comprising an upfront payment of RMB40,000,000 and a development milestone payment of RMB20,000,000.

The Group did not recognise or incur any commission fees or royalty payments from the effective date of the 2023 Sub-License Agreement to 31 December 2023 under the 2023 Sub-License Agreement. For the years ended 31 December 2024 and 2025, the Group recognised commission fees of RMB1,946,000 and nil, and incurred royalty payments of RMB1,832,000 and RMB417,000, respectively, under the 2023 Sub-License Agreement. According to the unaudited management account of the Group, the Group did not recognise any commission fees or incur any royalty payments for the six months ended 30 June 2026 under the 2023 Sub-License Agreement.

On 5 August 2026, the Company was informed in writing by Taizhou EOC that Syndax's legal counsel, relying on the original license agreement dated 18 April 2013 entered into between Syndax and EOC HK (the **"Original License Agreement"**), issued the Termination Notice to EOC HK, asserting that (i) the rights granted to EOC HK under the Original License Agreement are terminated with immediate effect; and (ii) any sub-license granted by EOC HK to its affiliates or any third party is terminated with immediate effect.

As a result of the termination of the Original License Agreement, EOC HK no longer holds any rights to use the relevant patents and intellectual property to develop and commercialise the Product. Consequently, EOC HK no longer has any rights capable of being sub-licensed to Taizhou EOC, and Taizhou EOC is therefore unable to perform its obligations to grant Suzhou Eddingpharm the Commercialisation Rights under the 2023 Sub-License Agreement. Accordingly, the continuing connected transactions contemplated under the 2023 Sub-License Agreement have ceased and can no longer be performed.

As at the date of this announcement, the Company is in active discussions with Taizhou EOC regarding compensation arrangements in respect of the payments made by the Group under the 2023 Sub-License Agreement and any other losses or damages suffered by the Group as a result of the Cessation. The Group reserves all its rights and remedies against Taizhou EOC and other relevant parties in connection with the foregoing.

EFFECT ON THE GROUP

The Board considers that the Cessation will not cause a material adverse impact on the business and operations of the Group for the following reasons: (i) revenue attributable to the Product represents an insignificant proportion of the Group's total revenue, accounting for not more than 1% of the Group's annual revenue in each year since the 2023 Sub-License Agreement was entered into and (ii) the Group has a diversified portfolio of commercialised products, including three originator-branded products (Vancocin, Ceclor and FPN) and three innovative products (Vascepa, Mulpleta and Rujianing).

LISTING RULES IMPLICATIONS

As of the date of this announcement, Taizhou EOC was owned as to approximately (i) 61.20% by EOC Pharma Limited (which was in turn controlled as to approximately 62.34% by Mr. Ni Xin, the chairman, an executive Director and a controlling shareholder of the Company), (ii) 1.73% by Eddingpharm International Holdings Limited, a company controlled as to approximately 64.41% by Mr. Ni Xin, (iii) 1.65% by Suzhou Ceclor Pharmaceutical Co., Ltd., a subsidiary of the Company, and (iv) the remaining 35.42% by other shareholders. Accordingly, Taizhou EOC is an associate of Mr. Ni Xin and a connected person of the Company under Chapter 14A of the Listing Rules. The 2023 Sub-License Agreement and the transactions contemplated thereunder therefore constituted continuing connected transactions of the Company, details of which were disclosed in the Circular. The Cessation has resulted in the continuing connected transactions contemplated under the 2023 Sub-License Agreement being incapable of further performance, and is therefore subject to the announcement requirement under Rule 14A.35 of the Listing Rules.

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

Hong Kong, 5 August 2026

As of the date of this announcement, 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.