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If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **AILIFE INTERNATIONAL GROUP LIMITED** (the “**Company**”), you should at once hand this circular with the enclosed form of proxy to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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AiLife International Group Limited **愛生命國際集團有限公司**

(formerly known as Ling Yui Holdings Limited 凌銳控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 784)

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

A notice convening the annual general meeting (the “**AGM**”) of the Company to be held at 35/F, Dah Sing Financial Centre, 248 Queen’s Road East, Wanchai, Hong Kong on Monday, 31 August 2026 at 10:00 a.m. is set out on pages 23 to 28 of this circular.

A form of proxy for use at the AGM is enclosed with this circular. Whether or not you intend to attend and vote at the AGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not later than 48 hours before the time appointed for the holding of the AGM 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 at the AGM or any adjournment thereof (as the case may be) should you so desire and in such event, the form of proxy shall be deemed to be revoked. Treasury Shares, if any, and registered under the name of the Company shall have no voting rights at the Company’s general meetings. For the avoidance of doubt, holders of treasury shares (if any) shall abstain from voting at the Company’s AGM.

7 August 2026

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be convened and held at 35/F, Dah Sing Financial Centre, 248 Queen’s Road East, Wanchai, Hong Kong on Monday, 31 August 2026 at 10:00 a.m., the notice of which is set out on pages 23 to 28 of this circular
“AGM Notice”	the notice convening the AGM set out on pages 23 to 28 of this circular
“Articles of Association”	the third amended and restated articles of association of the Company adopted on 28 August 2025 and as amended, supplemented or otherwise modified from time to time and “Article” shall mean an article of the Articles of Association
“Board”	the board of Directors
“CCASS”	The Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited
“close associate(s)”	has the same meaning ascribed to it under Listing Rules
“Company”	AiLife International Group Limited, an exempted company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the same meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China

DEFINITIONS

“Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors at the AGM to exercise all power of the Company to allot, issue and otherwise deal with Shares (including any sale or transfer of treasury shares out of treasury, if any) of up to 20% of the issued share capital of the Company (excluding treasury shares, if any) on the date of passing of the relevant resolution as set out in resolution no. 5 in the AGM Notice
“Latest Practicable Date”	3 August 2026, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange as amended from time to time
“Repurchase Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to repurchase Shares up to 10% of the issued share capital of the Company (excluding treasury shares, if any) on the date of AGM, as set out in resolution no. 6 in the AGM Notice
“SFC”	Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time
“Share(s)”	ordinary share(s) with a par value of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Substantial shareholder(s)”	has the same meaning ascribed to it under the Listing Rules
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs issued by SFC, as amended, modified or otherwise supplemented from time to time

DEFINITIONS

“treasury shares”

Share repurchased and held by the Company in treasury, as authorised by the laws of the Cayman Islands and the Articles which include Shares repurchased by the Company and held or deposited in CCASS for sale on the Stock Exchange

“%”

per cent.

LETTER FROM THE BOARD

AiLife International Group Limited **愛生命國際集團有限公司**

(formerly known as Ling Yui Holdings Limited 凌銳控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 784)

Executive Directors:

Dr. Xu Mingyan (*Chairman and*

Chief Executive Officer)

Dr. Chen Shifu

Ms. Wen Yuan

Registered office:

Windward 3

Regatta Office Park

PO Box 1350

Grand Cayman KY1-1108

Cayman Islands

Independent non-executive Directors:

Mr. Wu Di

Mr. Gong Weixing

Dr. Tang Yongjun

*Headquarters and principal place of
business in Hong Kong:*

Units 1702-03

Stelux House

698 Prince Edward Road East

San Po Kong

Kowloon

Hong Kong

7 August 2026

To the Shareholders

Dear Sir/Madam,

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

INTRODUCTION

The purpose of this circular is to: (i) provide you with details of the proposed Issue Mandate and the proposed Repurchase Mandate and the extension of the Issue Mandate by addition thereto of the number of Shares repurchased pursuant to the Repurchase Mandate; (ii) set out an explanatory statement regarding the Repurchase Mandate; (iii) furnish you with details of the proposed re-election of the retiring Directors; (iv) furnish you with details of the re-appointment of auditor; and (v) provide you the AGM Notice.

LETTER FROM THE BOARD

GENERAL MANDATE TO ISSUE SHARES

On 28 August 2025, an ordinary resolution was passed by the then Shareholders to give a general mandate to the Directors to exercise the powers of the Company to issue Shares. Such mandate will lapse at the conclusion of the AGM. At the AGM, an ordinary resolution will be proposed to grant to the Directors new general and unconditional mandate to allot, issue and otherwise deal with Shares (including sale or transfer of treasury shares out of treasury, if any) of up to 20% of the total number of the issued Shares (excluding treasury shares, if any) as at the date of passing of the relevant resolution.

In addition, a separate ordinary resolution will be proposed at the AGM to add to the total number of Shares permitted to be allotted and issued under the Issue Mandate by those Shares repurchased by the Company pursuant to the Repurchase Mandate (if so granted to the Directors at the AGM).

The Directors have no present intention to exercise the Issue Mandate or the Repurchase Mandate (if granted to the Directors at the AGM).

The Issue Mandate allows the Company to allot, issue and otherwise deal with Shares (including sale or transfer of treasury shares out of treasury, if any) only during the period ending on the earliest of (i) the conclusion of the next annual general meeting of the Company; (ii) the date by which the next annual general meeting of the Company is required to be held by the Articles of Association or the laws of the Cayman Islands; or (iii) the date upon which such authority is revoked or varied by an ordinary resolution of the Shareholders at a general meeting of the Company (the “**Relevant Period**”).

As at the Latest Practicable Date, the issued share capital of the Company comprised 800,000,000 Shares. Subject to the passing of the relevant resolution to approve the Issue Mandate and on the basis that no further Shares are allotted and issued or repurchased prior to the date of the AGM, the Directors would be authorised to allot, issue and otherwise deal with (including sale or transfer of treasury shares out of treasury, if any) a maximum of 160,000,000 new Shares under the Issue Mandate, representing 20% of the total number of the issued Shares (excluding treasury shares, if any) as at the date of the AGM.

The Board notes that, effective from 11 June 2024, the Listing Rules have been amended to introduce flexibility for listed companies to cancel shares repurchased and/or to adopt a framework to (i) allow repurchased shares to be held in treasury and (ii) govern the resale of treasury shares. If the Company repurchases Shares pursuant to the Repurchase Mandate, the Company may (i) cancel the repurchased Shares and/or (ii) hold such Shares in treasury, subject to the market conditions and the capital management needs of the Company at the relevant time such repurchases of Shares are made. If the Company holds Shares in treasury, any resale of Shares held in treasury will be subject to the ordinary resolution no. 5 of the AGM Notice and made in accordance with the Listing Rules and applicable laws and regulations of the Cayman Islands.

LETTER FROM THE BOARD

GENERAL MANDATE TO REPURCHASE SHARES

On 28 August 2025, an ordinary resolution was passed by the then Shareholders to give a general mandate to the Directors to exercise the powers of the Company to repurchase Shares. Such mandate will lapse at the conclusion of the AGM.

At the AGM, an ordinary resolution will be proposed to grant to the Directors new general and unconditional mandate to repurchase Shares of up to 10% of the total number of the issued Shares (excluding treasury shares, if any) as at the date of passing of the relevant resolution. The Repurchase Mandate will allow the Company to make repurchases only during the Relevant Period.

As at the Latest Practicable Date, the issued share capital of the Company comprised 800,000,000 Shares. Subject to the passing of the relevant resolution to approve the Repurchase Mandate and on the basis that no further Shares are allotted and issued or repurchased prior to the date of the AGM, the Company would be allowed to repurchase a maximum of 80,000,000 Shares under the Repurchase Mandate, representing 10% of the total number of the issued Shares (excluding treasury shares, if any) as at the date of the AGM.

An explanatory statement required to be sent to the Shareholders under the Listing Rules is set out in Appendix I to this circular to provide the requisite information regarding the Repurchase Mandate to the Shareholders.

RE-ELECTION OF RETIRING DIRECTORS

As at the Latest Practicable Date, the Board consisted of six Directors, namely:

Executive Directors

Dr. Xu Mingyan
Dr. Chen Shifu
Ms. Wen Yuan

Independent non-executive Directors

Mr. Wu Di
Mr. Gong Weixing
Dr. Tang Yongjun

In accordance with Article 108, at each 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.

Further, according to Articles 111 and 112, any Director appointed by the Board or by ordinary resolution in general meeting either to fill a casual vacancy or as an addition to the existing Board shall hold office only until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election at such annual general

LETTER FROM THE BOARD

meeting. The Directors to retire at an annual general meeting of the Company shall not be taken into account in determining who are to retire by rotation at such annual general meeting.

At the AGM, Dr. Xu Mingyan (“**Dr. Xu**”), Dr. Chen Shifu (“**Dr. Chen**”), Ms. Wen Yuan (“**Ms. Wen**”), Mr. Wu Di (“**Mr. Wu**”), Mr. Gong Weixing (“**Mr. Gong**”) and Dr. Tang Yongjun (“**Dr. Tang**”) will retire and, all being eligible, will offer themselves for re-election.

Nomination policy and process for independent non-executive Directors

For the independent non-executive Directors proposed to be re-elected at the AGM, Mr. Wu has over 20 years of experience in audit, investment and corporate management, and has served as a director of various listed companies. Mr. Gong has extensive experience in business management and corporate leadership and has served as the general manager or executive director of corporations. Dr. Tang has extensive experience in finance education and has served in senior teaching and management positions at leading universities. The Board believes that they have the required character, integrity and experience to perform their duties by providing objective views and independent guidance to the Board. The nomination committee of the Company (the “**Nomination Committee**”) had reviewed the independence of Mr. Wu, Mr. Gong and Dr. Tang, and the confirmations and disclosures given by Mr. Wu, Mr. Gong and Dr. Tang. After due consideration, the Board confirmed that Mr. Wu, Mr. Gong and Dr. Tang continue to be considered as independent and will continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning and diversity. Each of Mr. Wu, Mr. Gong and Dr. Tang had abstained from deliberation and decision in respect of assessment of his own independence.

The Company has in place a nomination policy (the “**Nomination Policy**”) which sets out, inter alia, the selection criteria (the “**Criteria**”) including but not limited to accomplishment and experience in the relevant industry, and commitment in respect of sufficient time, interest and attention to the Company’s business and the evaluation procedures in nomination candidates to be appointed or re-appointed as Directors of the Company. The Nomination Committee has reviewed the structure and composition of the Board, the qualifications, skills and experience, time commitment and contribution of the retiring Directors with reference to Criteria set out in the Nomination Policy. The re-appointment of each of Dr. Xu, Dr. Chen, Ms. Wen, Mr. Wu, Mr. Gong and Dr. Tang was recommended by the Nomination Committee, and the Board has accepted the recommendations following a review of their overall contribution and service to the Company including their attendance of Board meetings and general meeting, the level of participation and performance on the Board, and whether they continue to satisfy the Criteria. Each of the Directors should abstain from voting on the respective propositions of their recommendations for re-election by the Shareholders.

The biographical details of the retiring Directors are set out in Appendix II to this circular. In consideration of the background, specific knowledge and experience of Dr. Xu, Dr. Chen, Ms. Wen, Mr. Wu, Mr. Gong and Dr. Tang, the Board believes that they could bring invaluable insights. Their in-depth knowledge, extensive experience and expertise

LETTER FROM THE BOARD

continue to provide invaluable contribution and diversity to the Board. As such, the Board considers that the re-election of each of Dr. Xu, Dr. Chen, Ms. Wen, Mr. Wu, Mr. Gong and Dr. Tang is in the best interest of the Company and the Shareholders as a whole.

RE-APPOINTMENT OF AUDITOR

HLB Hodgson Impey Cheng Limited will retire as the independent auditor of the Company at the AGM and, being eligible, offer themselves for re-appointment.

Upon the recommendation of the audit committee of the Company (the “**Audit Committee**”), the Board proposed to re-appoint HLB Hodgson Impey Cheng Limited as the independent auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix its remuneration for the ensuing year. After discussion with HLB Hodgson Impey Cheng Limited, and taking into account factors such as the business scale and industry of the Group, expected audit scope, audit timetable, manpower and expected auditors’ resources required, the auditors’ remuneration for the year ending 31 March 2027 is expected to be in the range of approximately HK\$850,000 to HK\$950,000. This estimate is based on the audit work performed for the financial year ended 31 March 2026, and assumes no material variation in the audit scope for the year ending 31 March 2027, no material change to the Group’s structure, business models or operations during the financial year, and barring any unforeseen circumstances. The fees are determined based on prevailing market rates, the size and seniority of the audit team serving the Company, the auditor’s reputation, qualifications and experience, as well as the Company’s size, complexity, and risk profile. The Audit Committee has considered the auditor’s independence, objectivity, relevant guidelines issued by the Accounting and Financial Reporting Council, and the appropriateness of the proposed audit fees. The specific auditors’ remuneration will be further negotiated and determined between the Company and HLB Hodgson Impey Cheng Limited on a fair and reasonable basis.

CLOSURE OF REGISTER OF MEMBERS

The forthcoming AGM is scheduled to be held on Monday, 31 August 2026. For determining the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Wednesday, 26 August 2026 to Monday, 31 August 2026, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the AGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. on Tuesday, 25 August 2026. The record date for determining the entitlement to attend and vote at the AGM is Monday, 31 August 2026.

AGM

A notice convening the AGM to be held at 35/F, Dah Sing Financial Centre, 248 Queen’s Road East, Wanchai, Hong Kong on Monday, 31 August 2026 at 10:00 a.m. is set out on pages 23 to 28 of this circular.

LETTER FROM THE BOARD

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, none of the Shareholders is required to abstain from voting at the AGM pursuant to the Listing Rules and/or the Articles of Association. Separately, holders of treasury shares (if any) shall abstain from voting on matters that require shareholders' approval of the Company's AGM.

A form of proxy for use by Shareholders at the AGM is enclosed with this circular. Whether or not you intend to attend and vote at the AGM in person, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours (i.e. 10:00 a.m. on Saturday, 29 August 2026) before the time appointed for the holding of the AGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from subsequently attending and voting at the AGM or any adjournment thereof (as the case may be) should you so desire and in such event, the form of proxy shall be deemed to be revoked.

VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, all resolutions as set out in the AGM Notice will be voted by poll and, after being verified by the scrutineer, the results of the poll will be published in the manner prescribed under Rule 13.39(5) of the Listing Rules. Treasury Shares, if any and registered under the name of the Company, shall have no voting rights at the general meeting(s) of the Company. For the avoidance of doubt, for the purpose of the Listing Rules, treasury shares, if any, pending withdrawal from and/or transferring through CCASS shall not bear any voting rights at the Company's general meeting(s).

RECOMMENDATIONS

The Directors consider that the granting of the Issue Mandate, the Repurchase Mandate, the extension of the Issue Mandate, the re-election of the retiring Directors and the re-appointment of auditor are in the 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 AGM and as set out in the AGM Notice.

By Order of the Board
AiLife International Group Limited
Xu Mingyan
Chairman and Executive Director

This appendix serves as an explanatory statement as required under the Listing Rules to provide the requisite information to the Shareholders for consideration of the Repurchase Mandate pursuant to Rule 10.06 of the Listing Rules.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 800,000,000 Shares. Subject to the passing of the relevant resolution to approve the Repurchase Mandate and on the basis that no further Shares are allotted and issued or repurchased between the Latest Practicable Date and the date of AGM, the Company will be allowed to repurchase a maximum of 80,000,000 Shares (which will be fully paid and represent 10% of the Shares in issue (excluding treasury shares, if any) as at the Latest Practicable Date) during the Relevant Period.

2. SOURCE OF FUNDS

The Directors propose that the repurchase of Shares under the Repurchase Mandate would be financed from the Company's internal resources.

In repurchasing the Shares, the Company may only apply funds which are legally available for such purposes in accordance with the memorandum of association of the Company, the Articles of Association, the Listing Rules and the applicable laws and regulations of the Cayman Islands. The Company will not purchase the Shares on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange from time to time.

3. REASONS FOR SHARE REPURCHASE

The Directors believe that the flexibility afforded by the proposed Repurchase Mandate would be beneficial to the Company and the Shareholders. When exercising the Repurchase Mandate, the Directors may, subject to market conditions and the Company's capital management needs at the relevant time of the repurchase, resolve to cancel the shares repurchased following settlement of any such repurchase or hold them as treasury shares. Shares repurchased for cancellation may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Shares and/or earnings per Share. On the other hand, Shares repurchased and held by the Company as treasury shares may be resold on the market at market prices to raise funds for the Company, or transferred or used for other purposes, subject to the compliance with the Listing Rules, the Articles of Association, and the laws of the Cayman Islands. Repurchase of Shares will only be made when the Directors believe that such repurchase will benefit the Company and the Shareholders. The Directors are seeking the granting of the Repurchase Mandate to give the Company the flexibility to do so if and when appropriate. The number of Shares to be repurchased on any occasion and the price and other terms upon which the same are repurchased will be decided by the Directors at the relevant time, having regard to the circumstances then pertaining.

The Directors have no present intention to cause the Company to repurchase any Shares and they would only exercise the power to do so under circumstances where they consider that doing so would be in the best interests of the Company and the Shareholders as a whole.

4. SHARE PRICES

The highest and lowest prices at which the Shares have traded on the Stock Exchange during each of the previous 12 months immediately prior to the Latest Practicable Date were as follows:

	Share Price	
	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2025		
July	0.078	0.052
August	0.110	0.055
September	0.080	0.058
October	0.169	0.075
November	0.168	0.106
December	0.118	0.077
2026		
January	0.260	0.080
February	0.255	0.177
March	0.435	0.207
April	1.350	0.330
May	1.130	0.730
June	0.890	0.485
July	0.760	0.550
August (up to the Latest Practicable Date)	0.650	0.610

5. UNDERTAKING

The Directors will exercise the powers of the Company to make repurchases pursuant to the Repurchase Mandate and in accordance with the Listing Rules, the Articles of Association, the memorandum of association of the Company and the applicable laws of the Cayman Islands. The Company confirms that the explanatory statement set out in this Appendix contains the information required under Rule 10.06(1)(b) of the Listing Rules and that neither the explanatory statement nor the Repurchase Mandate has any unusual features.

For treasury shares (if any) deposited with CCASS pending resale on the Stock Exchange, the Company will adopt appropriate measures to ensure that it would not exercise any Shareholders' rights or receive any entitlements which would otherwise be suspended under the relevant laws if those shares were registered in the Company's own name as treasury shares, which 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.

Shareholders and potential investors of the Company are advised to pay attention to any announcement to be published by the Company in the future, including but without limitation, any relevant next day disclosure return (which shall identify, amongst others, the number of repurchased shares that are to be held in treasury or cancelled upon settlement of such repurchase, and where applicable, the reasons for any deviation from the intention statement previously disclosed) and any relevant monthly return.

6. EFFECT OF THE 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 for the purposes of the Takeovers Code. As a result, a Shareholder, or a group of Shareholders acting in concert (as defined in the Takeovers Code), depending on the level of increase of the shareholder's interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 or Rule 32 of the Takeovers Code.

As at the Latest Practicable Date, the following shareholders had interests representing 5% or more of the issued share capital of the Company. In the event that the Directors should exercise in full the power to repurchase Shares which is proposed to be granted pursuant to the Repurchase Mandate, the total interests of such Shareholder in the Shares would be increased to approximately the percentage set out in the last column as follows:

Name	Capacity/ Nature of interest	Number of shares held	Approximate percentage of total issued Shares	
			As at the Latest Practicable Date	If Repurchase Mandate is exercised in full
Hapbiotech Investment Holding Limited	Beneficial owner	560,230,000	70.03%	77.81%
HaploX Investment Holding Limited (Note 2)	Interest in a controlled corporation	560,230,000	70.03%	77.81%
Dr. Xu (Notes 3, 4 and 5)	Interest in a controlled corporation; interest of spouse; interest of a party to an agreement	560,230,000	70.03%	77.81%

APPENDIX I

EXPLANATORY STATEMENT

Name	Capacity/ Nature of interest	Number of shares held	Approximate percentage of total issued Shares	
			As at the Latest Practicable Date	If Repurchase Mandate is exercised in full
Dr. Chen (Notes 5 and 6)	Interest in a controlled corporation; interest of a party to an agreement	560,230,000	70.03%	77.81%
Ms. Wen (Notes 4, 5 and 7)	Interest in a controlled corporation; interest of spouse; interest of a party to an agreement	560,230,000	70.03%	77.81%
Mr. Fang Wen (Notes 5 and 8)	Interest in a controlled corporation; interest of a party to an agreement	560,230,000	70.03%	77.81%
Ms. Zheng Fan (Note 9)	Interest of spouse	560,230,000	70.03%	77.81%
Ms. Gong Wen (Note 10)	Interest of spouse	560,230,000	70.03%	77.81%
Simply Marvel Limited	Beneficial owner	57,090,000	7.14%	7.93%
Mr. Chan Siu Hung (Note 11)	Interest in a controlled corporation	57,090,000	7.14%	7.93%
Ms. Fu Jingyan (Note 12)	Interest of spouse	57,090,000	7.14%	7.93%

Notes:

- (1) All interest stated are long positions.
- (2) HaploX Investment Holding Limited (“**HaploX Investment**”) is interested in 100% of the issued voting shares of Hapbiotech Investment Holding Limited (“**Hapbiotech Investment**”). By virtue of the SFO, HaploX Investment is deemed to be interested in all the Shares held by Hapbiotech Investment.
- (3) Dr. Xu is interested in 100% of the issued voting shares of MY XU Future Ltd (“**XU Future**”), which in turn is interested in 100% of the issued voting shares of MY XU Beyond Ltd (“**XU Beyond**”). As at the Latest Practicable Date, XU Beyond is interested in 28.97% of the issued voting shares of HaploX Investment. By virtue of the SFO, each of Dr. Xu and XU Future is deemed to be interested in the shares held by XU Beyond.
- (4) Dr. Xu and Ms. Wen are in a spousal relationship. By virtue of the SFO, they are deemed to be interested in all the shares held by each other.

- (5) Dr. Xu, Dr. Chen, Ms. Wen and Mr. Fang Wen (“**Mr. Fang**”) are parties (the “**Concert Parties**”) to a concert party agreement, pursuant to which they irrevocably agreed to act in concert in relation to the management of and exercise of voting rights in a subsidiary of HaploX Investment. By virtue of the SFO, each of Dr. Xu, Dr. Chen, Ms. Wen and Mr. Fang is deemed to be interested in the aggregate shareholding of 42.5% in HaploX Investment, as held by the controlled corporations of the Concert Parties (i.e. XU Beyond, Antropy Ltd (“**Antropy**”), WY Daisy Future Ltd (“**WY Daisy**”) and Wisdom FZ Ltd (“**Wisdom FZ**”). As such, the Concert Parties are deemed to be interested in the total issued shares of HaploX Investment by virtue of the SFO. As HaploX Investment is deemed to be interested in all the Shares held by Hapbiotech Investment as mentioned in note (2) above, each of the Concert Parties is deemed to be interested in all the Shares held by Hapbiotech Investment.
- (6) Dr. Chen is interested in 100% of the issued voting shares of Dark Forest Ltd (“**Dark Forest**”), which in turn is interested in 100% of the issued voting shares of Antropy. As at the Latest Practicable Date, Antropy is interested in 8.14% of the issued voting shares of HaploX Investment. By virtue of the SFO, each of Dr. Chen and Dark Forest is deemed to be interested in the shares held by Antropy.
- (7) Ms. Wen is interested in 100% of the issued voting shares of WY Rosy Future Ltd (“**WY Rosy**”), which in turn is interested in 100% of the issued voting shares of WY Daisy. As at the Latest Practicable Date, WY Daisy is interested in 3.14% of the issued voting shares of HaploX Investment. By virtue of the SFO, each of Ms. Wen and WY Rosy is deemed to be interested in the shares held by WY Daisy.
- (8) Mr. Fang is interested in 100% of the issued voting shares of Wisdom FW Ltd (“**Wisdom FW**”), which in turn is interested in 100% of the issued voting shares of Wisdom FZ. As at the Latest Practicable Date, Wisdom FZ is interested in 2.25% of the issued voting shares of HaploX Investment. By virtue of the SFO, each of Mr. Fang and Wisdom FW is deemed to be interested in the shares held by Wisdom FZ.
- (9) Ms. Zheng Fan (“**Ms. Zheng**”) is the spouse of Mr. Fang. Under the SFO, Ms. Zheng is deemed to be interested in the same number of shares in which Mr. Fang is interested.
- (10) Ms. Gong Wen (“**Ms. Gong**”) is the spouse of Dr. Chen. Under the SFO, Ms. Gong is deemed to be interested in the shares in which Dr. Chen is interested.
- (11) Simply Marvel is owned as to 100% by Mr. Chan Siu Hung (“**Mr. Chan**”). Therefore, Mr. Chan is deemed or taken to be interested in all the shares held by Simply Marvel for the purpose of the SFO. Mr. Chan is interested in 100% of the issued voting shares of Simply Marvel. By virtue of the SFO, Mr. Chan is deemed to be interested in the shares held by Simply Marvel.
- (12) Ms. Fu Jingyan (“**Ms. Fu**”) is the spouse of Mr. Chan. Under the SFO, Ms. Fu is deemed to be interested in the shares in which Mr. Chan is interested.

On the basis of 800,000,000 Shares in issue as at the Latest Practicable Date and assuming there is no further issue or repurchases of Shares during the period from the Latest Practicable Date up to and including the date of the AGM, if the Repurchase Mandate were exercised in full, the total number of the Shares which will be repurchased pursuant to the Repurchase Mandate shall be 80,000,000 Shares (representing 10% of the total number of issued Shares (excluding treasury shares, if any) as at the Latest Practicable Date) and the interests in the shareholding in the Company held by Hapbiotech Investment, HaploX Investment, Dr. Xu, Dr. Chen, Ms. Wen, Mr. Fang, Ms. Zheng and Ms. Gong would be increased from 70.03% to approximately 77.81% of the issued Shares. Accordingly, the Directors are not aware of any Shareholders, or a group of Shareholders acting in concert, who may become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code in the event that the Directors exercise the power to repurchase Shares pursuant to the Repurchase Mandate. However, the exercise of the Repurchase Mandate in

full would result in the aggregate number of Shares in the public hands being reduced to less than 25%. Any repurchase of the Shares which results in the number of the Shares held by the public being reduced to less than the prescribed percentage of the Shares then in issue could only be implemented with the approval of the Stock Exchange to waive the Listing Rules requirements regarding the public float.

As at the Latest Practicable Date, the Directors have no intention to exercise the Repurchase Mandate to such an extent as would give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code or result in the number of the Shares which are in the hands of the public falling below 25% of the total number of the Shares in issue (or such other percentage as may be prescribed as the minimum public shareholding under the Listing Rules).

7. DISCLOSURE OF INTERESTS OF DIRECTORS, THEIR CLOSE ASSOCIATES AND CORE CONNECTED PERSONS

As at the Latest Practicable Date, none of the Directors nor, to the best of their respective knowledge and belief and having made all reasonable enquiries, their close associates (as defined under the Listing Rules), have any present intention, if the Repurchase Mandate is approved by the Shareholders and is exercised, to sell any Shares to the Company or any of its subsidiaries under the Repurchase Mandate.

As at the Latest Practicable Date, no core connected person (as defined in the Listing Rules) of the Company (i) has notified the Company that he/she/it has a present intention to sell any Shares; and (ii) has undertaken to the Company that he/she/it will not sell any Shares held by him/her/it to the Company, in the event that the Repurchase Mandate is approved by the Shareholders.

8. MATERIAL ADVERSE CHANGE

As compared with the financial position of the Company as at 31 March 2026 (being the date to which the latest consolidated financial statements of the Company have been made up), the Directors consider that there would not be a material adverse impact on the working capital and on the gearing position of the Company in the event that the proposed repurchases were to be carried out in full during the proposed repurchase period.

The Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital of the Company or the gearing position which in the opinion of the Directors are from time to time appropriate for the Company.

9. SHARE REPURCHASE MADE BY THE COMPANY

The Company had not purchased any of the Shares (whether on the Stock Exchange or otherwise) in the six months immediately preceding the Latest Practicable Date.

The following are particulars of the Directors proposed to be re-elected at the AGM:

RE-ELECTION OF DIRECTORS

Dr. Xu Mingyan (“Dr. Xu”)

Dr. Xu, aged 43, was appointed as an executive Director on 11 May 2026 and the chairman of the Board and the chief executive officer of the Company, the chairman of the nomination committee of the Company (the “**Nomination Committee**”) on 20 July 2026. Dr. Xu founded HaploX Investment with other founders in September 2014, has been a director of HaploX Investment since November 2021 and was re-designated as its executive director in February 2023. He is primarily responsible for the overall operations and management of HaploX Investment and its subsidiaries and entities controlled by HaploX Investment through series of contractual arrangements (“**HI Group**”).

Prior to that, he served as a scientist in Cambrian Genomics Inc., a biotechnology company mainly engaged in using laser-based technique to synthesize deoxyribonucleic acid (DNA) from January 2013 to July 2014, where he was principally responsible for research and development.

Dr. Xu received a bachelor’s degree in chemistry from Nanchang University (南昌大學) in Jiangxi Province, the PRC in June 2005 and a master’s degree in inorganic chemistry from Beijing Normal University (北京師範大學) in Beijing, the PRC in June 2008. He also received a doctoral degree in biomedical science from The University of New Mexico in Albuquerque, New Mexico, the US in July 2013.

Dr. Xu has entered into a letter of appointment with the Company for a term of three years commencing on 11 May 2026 subject to rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Pursuant to the letter of appointment entered into between Dr. Xu and the Company, Dr. Xu is entitled to an annual remuneration of HK\$360,000, and shall be entitled to participate in the Company’s stock option scheme on terms as shall be adopted by the Company from time to time and discretionary payment and other benefits that his position is entitled from the Company as from time to time in force, which was determined by the Board based on the recommendation of the remuneration committee of the Company (the “**Remuneration Committee**”) with reference to, among other things, his qualifications, experience, responsibilities and prevailing market conditions.

Save as disclosed above, Dr. Xu did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

As at the Latest Practicable Date, Hapbiotech Investment is interested in a total of 560,230,000 Shares, representing 70.03% of the total issued share capital of the Company, and the entire issued share capital of which is beneficially owned by HaploX Investment. Dr. Xu, being one of the Concert Parties, is deemed to be interested in the aggregate

shareholding of 42.5% in HaploX Investment as held by the controlled corporations of the Concert Parties, and as such, Dr. Xu is deemed to be interested in the 560,230,000 Shares held by Hapbiotech Investment.

Save as disclosed above, as at the Latest Practicable Date, Dr. Xu did not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and he had no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters concerning Dr. Xu that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Dr. Chen Shifu (“Dr. Chen”)

Dr. Chen, aged 41, was appointed as an executive Director on 11 May 2026, and a member of the Remuneration Committee on 20 July 2026. Dr. Chen founded HI Group with other founders in September 2014, has been a director of HI since January 2023 and was re-designated as its executive Director in February 2023. He is primarily responsible for product research and development, academic research and the establishment of diagnostic development system of HI Group. Prior to that, from June 2010 to October 2014, he consecutively served as a CUDA Technical Consultant and senior software engineer principally responsible for CUDA parallel computing and software development in NVIDIA Semiconductor (Shenzhen) Co., Ltd. (英偉達半導體(深圳)有限公司), a company principally engaged in manufacturing and development of artificial intelligence hardware and software and the shares of its parent company NVIDIA Corporation are listed on the NASDAQ (NASDAQ: NVDA).

Dr. Chen received a bachelor’s degree in mathematics and applied mathematics from Nanchang University (南昌大學) in Jiangxi Province, the PRC in August 2005 and a master’s degree in computer software and theory from Institute of Computing Technology, Chinese Academy of Sciences (中國科學院計算技術研究所) in Beijing, the PRC in July 2010. He also received a doctoral degree in pattern recognition and intelligent systems from Shenzhen Institute of Advanced Technology (深圳先進技術研究院) established by Chinese Academy of Sciences (中國科學院) in Guangdong Province, the PRC in January 2018.

Dr. Chen has entered into a letter of appointment with the Company for a term of three years commencing on 11 May 2026 subject to rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Pursuant to the letter of appointment entered into between Dr. Chen and the Company, Dr. Chen is entitled to an annual remuneration of HK\$360,000, and shall be entitled to participate in the Company’s stock option scheme on terms as shall be adopted by the Company from time to time and discretionary payment and other benefits that his position is entitled from the Company as from time to time in force, which was determined by the Board based on the recommendation of the Remuneration Committee with reference to, among other things, his qualifications, experience, responsibilities and prevailing market conditions.

Save as disclosed above, Dr. Chen did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

As at the Latest Practicable Date, Hapbiotech Investment is interested in a total of 560,230,000 Shares, representing 70.03% of the total issued share capital of the Company, and the entire issued share capital of which is beneficially owned by HaploX Investment. Dr. Chen, being one of the Concert Parties, is deemed to be interested in the aggregate shareholding of 42.5% in HaploX Investment as held by the controlled corporations of the Concert Parties, and as such, Dr. Chen is deemed to be interested in the 560,230,000 Shares held by Hapbiotech Investment.

Save as disclosed above, as at the Latest Practicable Date, Dr. Chen did not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and he had no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters concerning Dr. Chen that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Ms. Wen Yuan (“Ms. Wen”)

Ms. Wen, aged 42, was appointed as an executive Director and a member of the Nomination Committee on 20 July 2026. Ms. Wen founded HI Group with other founders in September 2014, has been a director of HaploX Investment since January 2023 and was re-designated as its executive director in February 2023. She is primarily responsible for the supply chain management of HI Group. Prior to that, Ms. Wen had also worked at Mah & Associates, LLP, a certified public accounting firm in the U.S. from August 2013 to July 2014.

Ms. Wen received a bachelor’s degree in management from Renmin University of China (中國人民大學) in Beijing, the PRC in July 2005, and a master’s degree in accounting from The University of New Mexico in Albuquerque, New Mexico, the U.S. in May 2013. She also received an executive master’s degree in business administration (EMBA) from the PBC School of Finance, Tsinghua University in June 2026.

Ms. Wen is the spouse of Dr. Xu, one of the executive Directors.

Ms. Wen has entered into a letter of appointment with the Company for a term of three years commencing from 20 July 2026 subject to rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Pursuant to the letter of appointment entered into between Ms. Wen and the Company, Ms. Wen is entitled to a director’s fee of HK\$360,000 per annum, and shall be entitled to participate in the Company’s stock option scheme on terms as shall be adopted by the Company from time to time and discretionary payment and other benefits that her position is entitled from the

Company as from time to time in force, which was determined by the Board based on the recommendation of the Remuneration Committee with reference to, among other things, her qualifications, experience, responsibilities and prevailing market conditions.

Save as disclosed above, Ms. Wen did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

As at the Latest Practicable Date, Hapbiotech Investment is interested in a total of 560,230,000 Shares, representing 70.03% of the total issued share capital of the Company, and the entire issued share capital of which is beneficially owned by HaploX Investment. By virtue of the SFO, Ms. Wen is deemed to be interested in the aggregate shareholding of 42.5% in HaploX Investment, and as such, Ms. Wen is deemed to be interested in the 560,230,000 Shares held by Hapbiotech Investment.

Save as disclosed above, as at the Latest Practicable Date, Ms. Wen did not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and she had no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters concerning Ms. Wen that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. Wu Di (“Mr. Wu”)

Mr. Wu, aged 42, was appointed as an independent non-executive Director, the chairman of the audit committee of the Company (the “**Audit Committee**”) and a member of the Nomination Committee on 20 July 2026. Mr. Wu has over 20 years of experience in audit, investment and corporate management. From September 2006 to April 2010, he served as a senior auditor at PricewaterhouseCoopers. From May 2010 to April 2015, he served as an executive director of the investment banking department of Guotai Haitong Securities Co., Limited, a company listed on the Stock Exchange (stock code: 2611) and the Shanghai Stock Exchange (stock code: 601211), mainly engaged in securities business and securities investment advisory services. From May 2015 to March 2021, he served as the managing director of Zhejiang United Investment Group Co., Ltd. (浙江民營企業聯合投資股份有限公司), a company mainly engaged in investment. From April 2021 to August 2023, Mr. Wu served as a director and deputy general manager of Paisi Shuanglin Biopharmaceutical Co., Ltd. (派斯雙林生物制藥股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 000403), mainly engaged in the research, development, production and sales of blood products. Since September 2023, he has been an executive director of Shenzhen Zhongsheng Jiuguang Technology Co., Ltd. (深圳中晟玖光科技有限公司), a company mainly engaged in investment and consulting. Since March 2025, he has served as an independent non-executive director of Jiangxi Institute of Biological Products Inc. (江西生物製品研究所股份有限公司), a company listed on the Stock Exchange (stock code: 6915) and primarily engaged in the production, research and sales of antitoxin and immune serum biological

products. Since August 2025, he has served as an independent non-executive director of B.Duck Semk Holdings International Limited (小黃鴨德盈控股國際有限公司), a company listed on the Stock Exchange (stock code: 2250). Since January 2026, he has also served as an independent director of Shenzhen Seed Technology Co., Ltd. (深圳矽遞科技股份有限公司), a company engaged in the research, development, production and sales of edge computing hardware, network communication hardware, and intelligent sensor hardware.

Mr. Wu obtained a bachelor's degree in accounting from Sun Yat-sen University in 2006, a master's degree in business administration (MBA) from Peking University in 2015, and an executive master's degree in business administration (EMBA) from Cheung Kong Graduate School of Business in 2019. He also received an executive master's degree in business administration (EMBA) from the PBC School of Finance, Tsinghua University in June 2026. Mr. Wu was admitted as a non-practising member of the Chinese Institute of Certified Public Accountants in May 2010, and a chartered professional accountant member of Chartered Professional Accountants of British Columbia, Canada in June 2015. He was also admitted as an associate member of Hong Kong Society of Accountants (currently known as Hong Kong Institute of Certified Public Accountants) in May 2023.

Mr. Wu has entered into a letter of appointment with the Company for a term of three years commencing from 20 July 2026 subject to rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Pursuant to the letter of appointment entered into between Mr. Wu and the Company, Mr. Wu is entitled to a director's fee of HK\$240,000 per annum, which was determined by the Board based on the recommendation of the Remuneration Committee with reference to, among other things, his qualifications, experience, responsibilities and prevailing market conditions.

Save as disclosed above, Mr. Wu did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

As at the Latest Practicable Date, Mr. Wu did not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and he had no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters concerning Mr. Wu that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. Gong Weixing ("Mr. Gong")

Mr. Gong, aged 56, was appointed as an independent non-executive Director, a member of the Audit Committee, Remuneration Committee and Nomination Committee on 20 July 2026. Mr. Gong has extensive experience in business management and corporate leadership. From April 1994 to April 2001, he worked at Zhejiang Chemicals Import and Export Corporation (浙江省化工進出口有限公司), successively serving as a sales manager and a

department manager. From April 1999 to April 2001, he also served as the general manager of Zhejiang Inter Chemical Co., Ltd. (浙江省英特精細化工有限公司). Since August 2001, Mr. Gong has been an executive director of Longchem Corporation Limited (龍凱科技有限公司). Since January 2018, he has also been an executive director of Ash-Longchem Technology Limited (愛旭龍科技有限公司).

Mr. Gong was admitted to the Excellent Student Class of East China University of Science and Technology from 1987 to 1991 and obtained a bachelor degree in chemical engineering. He then obtained a master degree in chemical engineering from the Graduate School of Zhejiang University in 1994. He obtained an executive master's degree in business administration (EMBA) from the China Europe International Business School (CEIBS) in 2015. He also received an executive master's degree in business administration (EMBA) from the PBC School of Finance, Tsinghua University in 2025.

Mr. Gong has entered into a letter of appointment with the Company for a term of three years commencing from 20 July 2026 subject to rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Pursuant to the letter of appointment entered into between Mr. Gong and the Company, Mr. Gong is entitled to a director's fee of HK\$240,000 per annum, which was determined by the Board based on the recommendation of the Remuneration Committee with reference to, among other things, his qualifications, experience, responsibilities and prevailing market conditions.

Save as disclosed above, Mr. Gong did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

As at the Latest Practicable Date, Mr. Gong did not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and he had no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters concerning Mr. Gong that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Dr. Tang Yongjun ("Dr. Tang")

Dr. Tang, aged 48, was appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee and Nomination Committee on 20 July 2026. Dr. Tang is currently a finance professor at the University of Hong Kong Business School. Dr. Tang had served in various positions at The University of Hong Kong, including the director of the Master of Sustainable Accounting and Finance programme, the director of the Master of Finance programme, and the head of Finance Area. Prior to that, Dr. Tang also held teaching positions at the University of Texas at Austin and Kennesaw State University.

Dr. Tang received a bachelor's degree in physics from Jilin University in 1997, a master's degree in physics from Texas A&M University in 2000 and a PhD degree in finance from the University of Texas at Austin in 2005.

Dr. Tang has entered into a letter of appointment with the Company for a term of three years commencing from 20 July 2026 subject to rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Pursuant to the letter of appointment entered into between Dr. Tang and the Company, Dr. Tang is entitled to a director's fee of HK\$240,000 per annum, which was determined by the Board based on the recommendation of the Remuneration Committee with reference to, among other things, his qualifications, experience, responsibilities and prevailing market conditions.

Save as disclosed above, Dr. Tang did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

As at the Latest Practicable Date, Dr. Tang did not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and he had no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters concerning Dr. Tang that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

NOTICE OF AGM

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.

AiLife International Group Limited **愛生命國際集團有限公司**

(formerly known as Ling Yui Holdings Limited 凌銳控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 784)

NO refreshments, NO food and beverage service; and NO handing out of corporate gifts, gift coupons or cake vouchers.

NOTICE IS HEREBY GIVEN that the annual general meeting (the “AGM”) of shareholders of AiLife International Group Limited (the “Company”) will be held at 35/F, Dah Sing Financial Centre, 248 Queen’s Road East, Wanchai, Hong Kong on Monday, 31 August 2026 at 10:00 a.m., to consider and, if thought fit, to pass with or without amendments, the following resolutions:

ORDINARY RESOLUTIONS

1. To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “**Directors**”) and the auditor of the Company for the year ended 31 March 2026;
2. To re-appoint HLB Hodgson Impey Cheng Limited as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorize the board of Directors to fix its remuneration;
3.
 - (a) To re-elect Dr. Xu Mingyan as an executive Director;
 - (b) To re-elect Dr. Chen Shifu as an executive Director;
 - (c) To re-elect Ms. Wen Yuan as an executive Director;
 - (d) To re-elect Mr. Wu Di as an independent non-executive Director;
 - (e) To re-elect Mr. Gong Weixing as an independent non-executive Director; and
 - (f) To re-elect Dr. Tang Yongjun as an independent non-executive Director;
4. To authorise the board of Directors to fix the remuneration of the Directors;

NOTICE OF AGM

5. “THAT:

- (a) Subject to paragraph (c) of this resolution, and pursuant to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares (the “**Shares**”) of HK\$0.01 each in the share capital of the Company (including any sale or transfer of treasury shares out of treasury, if any) or securities convertible into such Shares or options, warrants, or similar right to subscribe for any Shares or convertible securities of the Company and to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into Shares) which would or might require the exercise of such power be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) of this resolution shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into Shares) which would or might require the exercise of such powers (including but not limited to the power to allot, issue and deal with additional Shares (including to sell and/or transfer treasury shares out of treasury, if any)) during or after the end of the Relevant Period;
- (c) the total number of Shares (including any sale or transfer of treasury shares out of treasury, if any) to be allotted or agreed conditionally or unconditionally to be allotted and issued (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraphs (a) and (b) of this resolution, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); (ii) the exercise of any options granted under any share option scheme adopted by the Company or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries and/or any eligible persons thereunder of shares or rights to subscribe for shares in the capital of the Company; (iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in the Company in lieu of the whole or part a dividend pursuant to the articles of association of the Company (the “**Articles of Association**”) from time to time; or (iv) an issue of shares upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into shares of the Company, shall not exceed 20% of the total number of the issued Shares (excluding treasury shares, if any) as at the time of passing this resolution, and the said approval shall be limited accordingly; and
- (d) for the purpose 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;

NOTICE OF AGM

- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws of the Cayman Islands to be held; or
- (iii) the date on which the authority given under this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.

“Rights Issue” means an offer of Shares open for a period fixed by the Company or the Directors to holders of shares of the Company (other than any holders of treasury shares) 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 as at that 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 any relevant jurisdiction, or the requirements of any recognised regulatory body or any stock exchange).”

Any reference to an allotment, issue, grant, offer or disposal of Shares shall include the sale or transfer of treasury shares in the capital of the Company (including to satisfy any obligation upon the conversion or exercise of any convertible securities, options, warrants or similar rights to subscribe for shares of the Company) to the extent permitted by, and subject to the provisions of, the Listing Rules and applicable laws and regulations.

6. **“THAT:**

- (a) subject to paragraph (c) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase shares in the share capital of the Company on the Stock Exchange or on any other stock exchange on which the securities of the Company may be listed and which is recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, and that the exercise by the Directors of all powers to repurchase such shares are subject to and in accordance with all applicable laws and requirements of the Listing Rules or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) of this resolution above shall be in addition to any other authorisation given to the Directors and shall authorise the Directors on behalf of the Company during the Relevant Period to procure the Company to repurchase its shares at a price determined by the Directors;
- (c) the total number of Shares to be repurchased or agreed conditionally or unconditionally to be repurchased by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the total number of the issued Shares (excluding treasury shares, if any) as at the time of the passing of this resolution, and the said approval shall be limited accordingly; and

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- (d) for the purpose 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 or any applicable laws of the Cayman Islands to be held; or
 - (iii) the date on which the authority given under this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.”
- 7. “**THAT** conditional upon the passing of resolutions no. 5 and no. 6 as set out in this notice convening the AGM of which this resolution forms part, the general mandate granted to the Directors pursuant to resolution no. 5 as set out in this notice convening the AGM of which this resolution forms part be and is hereby extended by the addition thereto of the total number of Shares which may be repurchased by the Company under the authority granted pursuant to resolution no. 6 as set out in this notice convening the AGM of which this resolution forms part, provided that such amount shall not exceed 10% of the total number of the issued Shares (excluding treasury shares, if any) as at the date of passing this resolution.”

QUESTIONS FROM SHAREHOLDERS

The Board considers that the AGM is an important opportunity for Shareholders to express their views by raising questions and voting. Shareholders’ participation in the AGM is considered to be important. The Board wishes to emphasise that Shareholders can raise questions during the AGM. Shareholders who would like to raise questions in relation to any resolution set out in this notice or the business of the Company at the AGM can submit questions by 10:00 a.m. on Saturday, 29 August 2026 (being not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof) via email to info@lingyui.com.hk or via telephone hotline at (852) 2881 6878 providing personal particulars as follows for verification purposes:

- a) Full name;
- b) Registered address;
- c) Number of Shares held;
- d) Hong Kong Identity Card Number or passport number (in case of natural person)/ company registration number (in case of body corporate);
- e) Contact telephone number; and
- f) Email address.

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Shareholders can also submit questions during the AGM.

The Board will arrange to answer the questions raised by Shareholders at the AGM and those submitted in advance to the extent possible.

By Order of the Board
AiLife International Group Limited
Xu Mingyan
Chairman and Executive Director

Hong Kong, 7 August 2026

Notes:

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A member 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 AGM. A proxy need not be a member of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised on its behalf.
3. Where there are joint registered holders of any Shares, any one of such persons may vote at the above meeting (or any adjournment thereof), either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the above meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
4. In order to be valid, the proxy form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company's branch registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.
5. Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. In relation to resolution no. 3, Dr. Xu Mingyan, Dr. Chen Shifu, Ms. Wen Yuan, Mr. Wu Di, Mr. Gong Weixing and Dr. Tang Yongjun will retire from office at the AGM in accordance with the Articles of Association and, being eligible, will offer themselves for re-election. Biographical details of these Directors are set out in Appendix II to this circular.
7. An explanatory statement as required by the Listing Rules in connection with the repurchase mandate under resolution no. 6 above is set out in Appendix I to this circular.
8. The transfer books and Register of Members of the Company will be closed from Wednesday, 26 August 2026 to Monday, 31 August 2026, both days inclusive. During such period, no share transfers will be effected. In order to qualify for attending the AGM, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Tuesday, 25 August 2026. The record date for determining the entitlement to attend and vote at the AGM is Monday, 31 August 2026.
9. A form of proxy for use by shareholders at the AGM is enclosed.
10. For the avoidance of doubt, holders of treasury share of the Company (if any) are not entitled to vote at the AGM.

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As at the date of this notice, the Board comprises Dr. Xu Mingyan, Dr. Chen Shifu and Ms. Wen Yuan as executive Directors and Mr. Wu Di, Mr. Gong Weixing and Dr. Tang Yongjun as independent non-executive Directors.