轩竹生物
Xuanzhu Biopharm

Xuanzhu Biopharmaceutical Co., Ltd.
軒竹生物科技股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2575)

2025 ANNUAL REPORT – SUPPLEMENTAL INFORMATION

Reference is made to (i) the prospectus of Xuanzhu Biopharmaceutical Co., Ltd. ("**Company**", together with its subsidiaries, the "**Group**") dated October 6, 2025 (the "**Prospectus**") in connected with the listing of the shares of the Company on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on October 15, 2025 (the "**Listing Date**"); and (ii) the annual report of the Company for the year ended December 31, 2025 (the "**Annual Report**"). Capitalised terms used in this announcement shall have the same meanings as those defined in the Annual Report.

The Board would like to provide the following supplemental information in relation to the Annual Report.

ANNUAL REVIEW OF CONFLICTS OF INTEREST

As disclosed in the section headed "Relationship with Our Controlling Shareholders – Corporate Governance Measures" in the Prospectus, the Company has adopted certain corporate governance measures to manage potential conflicts of interest between the Group and the controlling shareholders of the Company (the "**Controlling Shareholders**"), including, among other things, that:

"(v) our independent non-executive Directors will review, on an annual basis, whether there are any conflicts of interests between our Group and any Controlling Shareholder and provide impartial and professional advice to protect the interests of our minority Shareholders;

(vi) our Controlling Shareholders will provide our independent non-executive Directors with all relevant financial, operational and market and any other necessary information as required by the independent non-executive Directors for the purpose of their annual review;

(vii) our Company shall disclose the decisions of the independent non-executive Directors either in its annual reports or by way of announcements as required by the Listing Rules;"

The annual review was conducted by the independent non-executive Directors (the "**INEDs**") in respect of the period from the Listing Date to December 31, 2025 (the "**Relevant Period**").

The INEDs have reviewed and considered, among other things:

(a) whether there were any competing businesses or interests of the Controlling Shareholders that competed or were likely to compete, directly or indirectly, with the business of the Group;

(b) whether any connected transactions had been entered into between the Group and the Controlling Shareholders or their respective associates, and if so, whether such transactions had been conducted on normal commercial terms and in the ordinary and usual course of business of the Group and in compliance with the applicable requirements under the Listing Rules;

(c) whether the Controlling Shareholders had provided all information necessary for the annual review as required; and

(d) whether the corporate governance measures adopted by the Company as disclosed in the Prospectus for safeguarding the interests of minority Shareholders had been properly implemented and remained adequate and effective.

Based on the above review, the INEDs are of the view that, during the Relevant Period,

(a) there were no conflicts of interests between the Group and the Controlling Shareholders which needed to be addressed or resolved;

(b) the continuing connected transactions between the Company and Beijing Huizhiheng (the "**Connected Transactions**") had been conducted on normal commercial terms and in the ordinary and usual course of business of the Group and in compliance with the applicable requirements under the Listing Rules;

(c) save for the Connected Transactions which were reviewed by the INEDs, no connected transactions had been entered into between the Group and the Controlling Shareholders or their respective associates during the Relevant Period;

(d) the Controlling Shareholders had provided all information necessary for the annual review as required; and

(e) the corporate governance measures adopted by the Company as disclosed in the Prospectus remained adequate and effective in managing potential conflicts of interest and in safeguarding the interests of the Company and its minority Shareholders.

The supplemental information provided in this announcement does not affect other information contained in the Annual Report and, save as disclosed above, the content of the Annual Report remains unchanged.

By order of the Board
Xuanzhu Biopharmaceutical Co., Ltd.
Ms. Xu Yanjun
Chairperson of the Board and executive Director

Hong Kong, September 16, 2026

As of the date of this announcement, the Board comprises (i) Ms. Xu Yanjun and Dr. Shih Cheng-Kon as executive Directors; (ii) Ms. Li Huiying, Mr. Yu Lifeng and Ms. Chen Yanling as non-executive Directors; (iii) Ms. Yue Xin as employee representative Director; and (iv) Mr. Liu Shuo, Ms. Wang Yu and Mr. Fan Chi Chiu as independent non-executive Directors.