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友芝友生物製藥

WUHAN YZY BIOPHARMA CO., LTD.
武漢友芝友生物製藥股份有限公司

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

(Stock Code: 2496)

(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON TUESDAY, 17 NOVEMBER 2026; AND (2) GRANT OF THE WHITEWASH WAIVER

References are made to the announcement dated 9 September 2026 (the "**Announcement**"), the circular dated 30 October 2026 (the "**Circular**") and the notice ("**EGM Notice**") of extraordinary general meeting ("**EGM**") dated 30 October 2026 of Wuhan YZY Biopharma Co., Ltd. (the "**Company**") in relation to, among other things, (i) the connected transaction in respect of the proposed issue of new Domestic Shares under Specific Mandate; (ii) the application for Whitewash Waiver; and (iii) the proposed amendments to the Articles. Unless otherwise defined, capitalized terms in this announcement have the same meanings as defined in the Circular.

POLL RESULTS OF THE EGM HELD ON 17 NOVEMBER 2026

The EGM was held at Conference Room 3, 2nd Floor, Building C2–1, No. 666 Gaoxin Road, East Lake High Tech Development Zone, Wuhan, Hubei Province, PRC on Tuesday, 17 November 2026. The EGM was convened by the Board and chaired and presided by Dr. Chen Bin, an independent non-executive director. All the Directors attended the EGM, either in person or by electronic means.

The convention of the EGM was in compliance with the requirements of the Company Law of the PRC and the Articles.

As at the date of the EGM, the total number of issued Shares was 193,849,200, comprising 14,370,087 Domestic Shares and 179,479,113 H Shares. There were no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System) nor Shares repurchased by the Company pending cancellation. As disclosed in the Circular, the Subscribers (namely Dr. Yuan Qian, Dr. Zhou Hongfeng and Dr. Zhou Pengfei, each a Director), the Concert Parties (namely Wuhan Caizhi, Ms. Huang Lin, Nanning Huiyou, Zhongheng Tongde, Gongqingcheng Huiyou, Caizhi No.2 and CSPC-NBP) and their respective associates and any other Shareholders who are involved or interested in the Share Subscription, the Specific Mandate and/or the Whitewash Waiver were required and had abstained from voting on the proposed resolutions numbered 1 to 2 as set out in the EGM Notice approving the Share Subscription, the Specific Mandate and the Whitewash Waiver at the EGM. As at the date of the EGM, the Subscribers and the Concert Parties were interested in a total of 135,349,110 H Shares, representing approximately 69.82% of the total issued Shares. Accordingly, (i) the total number of Shares entitling the Independent Shareholders to attend and vote for or against resolutions numbered 1 and 2 was 58,500,090 Shares; and (ii) the total number of Shares entitling the Shareholders to attend and vote for or against resolution numbered 3 was 193,849,200 Shares.

Save as disclosed above, there were no Shares in respect of which their holders were entitled to attend and vote only against any of the resolutions proposed at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of such resolutions at the EGM as set out in Rule 13.40 of the Listing Rules at the EGM. No party has stated its intention in the Circular that it would vote against any proposed resolutions or that it would abstain from voting at the EGM.

The number of Shareholders and authorized proxies who attended the EGM was 3. Shareholders and authorized proxies holding an aggregate of 45,688,037 Shares attended the EGM in person or by proxy, representing approximately 23.57% of the total number of Shares. Of these, Independent Shareholders holding an aggregate of 45,688,037 Shares attended in person or by proxy, representing approximately 78.10% of the total number of Shares held by the Independent Shareholders.

The H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, two Shareholders' representatives, two Supervisors of the Company and a lawyer from Dacheng Law Offices LLP (Wuhan), the PRC legal adviser of the Company, served as the scrutineers of the EGM for scrutinizing and counting votes.

At the EGM, the following resolutions were considered and the poll results are set out as follows:

Special Resolutions		Number of Votes (%)	
		For	Against
1.	"**THAT**: (a) the share subscription agreement (the "**Share Subscription Agreement**") dated 30 August 2026 entered into between the Company and Dr. Yuan Qian, Dr. Zhou Hongfeng and Dr. Zhou Pengfei (the "**Subscribers**") in relation to the subscription by the Subscribers of 35,592,400 new Domestic shares (the "**Subscription Share(s)**") of RMB1 each in the Company at the subscription price of RMB2.43 (equivalent to HK$2.80957) per Subscription Share (the "**Subscription**") and the transactions contemplated thereby be and are hereby approved, confirmed and ratified; (b) all the transactions contemplated under the Share Subscription Agreement, including but not limited to the specific mandate to allot and issue the Subscription Shares by the Company to the Subscribers pursuant to the Share Subscription Agreement (the "**Specific Mandate**"), be and are hereby approved and the Board be and is hereby authorised to allot and issue the Subscription Shares to the Subscribers pursuant to the Share Subscription Agreement; and (c) any one executive Director(s) or its authorized person is authorised to implement and take all steps and to do acts and things which as he/she deems may be necessary or desirable to give effect and/or to complete or in connection with the Share Subscription and transactions contemplated thereunder, including but not limited to approving any changes or amendments thereto, to obtain all necessary approvals from, and making all relevant registrations and filings with, the relevant PRC and other authorities, and to sign and execute such further documents, or to doing any other things incidental thereto and/or as contemplated thereunder, and the abovementioned authorisation and resolutions regarding the Share Subscription and/or the issuance of Subscription Shares shall be valid for a period of 12 months from the date of approval by the Shareholders.	45,688,037 (100.00%)	0 (0.00%)

Special Resolutions		Number of Votes (%)	
		For	Against
2.	**THAT** subject to the granting of the Whitewash Waiver (as defined below) by the Executive Director of the Corporate Finance Division of the Securities and Futures Commission of Hong Kong or any of his delegate(s) and any conditions that may be imposed thereon, the waiver (the "**Whitewash Waiver**") of the obligation on the part of the Subscribers to make a mandatory general offer for all the issued shares and other securities of the Company (other than those already owned or agreed to be acquired by the Subscribers or the Concert Parties) which might otherwise arise as a result of the Subscribers subscribing for the Subscription Shares under the Share Subscription Agreement pursuant to Note 1 on dispensations from Rule 26 of the Takeovers Code be and is hereby approved, and that any one or more of the Directors be and is/are hereby authorised to do all such acts and things and execute all such documents under seal where applicable as he considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to any of the matters relating to, or incidental to, the Whitewash Waiver.	45,688,037 (100.00%)	0 (0.00%)
3.	**THAT** the Board and its authorized person(s) be and is/are hereby authorised to change the registered capital and amend relevant provisions of the existing articles of association of the Company correspondingly upon the completion of the Share Subscription.	45,688,037 (100.00%)	0 (0.00%)

Notes:

1. As more than two-thirds of the votes by the Independent Shareholders were cast in favour of special resolution numbered 1 above, the resolution approving the Share Subscription (including the Share Subscription Agreement and transactions contemplated thereunder, and the Specific Mandate) proposed at the EGM was duly passed.

2. As more than 75% of the votes by the Independent Shareholders were cast in favour of special resolution numbered 2 above, the resolution relating to the Whitewash Waiver proposed at the EGM was duly passed.

3. As more than two-thirds of the votes by the Shareholders were cast in favour of special resolution numbered 3 above, the resolution relating to the amendment of articles of association of the Company proposed at the EGM was duly passed.

EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The following table illustrates the shareholding structure of the Company as at the date of the EGM and immediately after Completion (assuming no other changes to the issued share capital of the Company prior to Completion):

Shareholders	**Class of Shares**	**As at the date of the EGM**		**Immediately upon Completion**	
		Number of Shares	*Percentage of total issued Shares (Note 1)*	*Number of Shares*	*Percentage of total issued Shares (Note 2)*
(A) The Subscribers and the Concert Parties					
Dr. Yuan Qian *(Note 3)*	H Shares	20,399,933	10.52%	20,399,933	8.89%
	Domestic Shares	0	0.00%	31,677,400	13.81%
	Sub-total	*20,399,933*	*10.52%*	*52,077,333*	*22.70%*
Dr. Zhou Hongfeng *(Note 3)*	H Shares	10,199,921	5.26%	10,199,921	4.45%
	Domestic Shares	0	0.00%	3,559,200	1.55%
	Sub-total	*10,199,921*	*5.26%*	*13,759,121*	*6.00%*
Dr. Zhou Pengfei *(Note 3)*	H Shares	6,869,744	3.54%	6,869,744	2.99%
	Domestic Shares	0	0.00%	355,800	0.16%
	Sub-total	*6,869,744*	*3.54%*	*7,225,544*	*3.15%*
Sub-total for Subscribers	H Shares	37,469,598	19.33%	37,469,598	16.33%
	Domestic Shares	0	0.00%	35,592,400	15.51%
	Sub-total	*37,469,598*	*19.33%*	*73,061,998*	*31.84%*
Wuhan Caizhi *(Notes 3 and 4)*	H Shares	16,792,707	8.66%	16,792,707	7.32%
Ms. Huang Lin *(Note 5)*	H Shares	1,342,600	0.69%	1,342,600	0.59%
Nanning Huiyou *(Note 6)*	H Shares	10,142,797	5.23%	10,142,797	4.42%
Zhongheng Tongde *(Note 6)*	H Shares	3,700,872	1.91%	3,700,872	1.61%
Gongqingcheng Huiyou *(Note 6)*	H Shares	3,038,340	1.57%	3,038,340	1.32%
Caizhi No.2 *(Note 7)*	H Shares	11,620,411	5.99%	11,620,411	5.06%
CSPC-NBP *(Note 8)*	H Shares	51,241,785	26.43%	51,241,785	22.33%
Sub-total of (A)	H Shares	135,349,110	69.82%	135,349,110	58.99%
	Domestic Shares	0	0.00%	35,592,400	15.51%
	Sub-total	***135,349,110***	***69.82%***	***170,941,510***	***74.50%***

Shareholders	Class of Shares	As at the date of the EGM		Immediately upon Completion	
		Number of Shares	*Percentage of total issued Shares (Note 1)*	*Number of Shares*	*Percentage of total issued Shares (Note 2)*
(B) Other public Shareholders					
	H Shares	44,130,003	22.77%	44,130,003	19.23%
	Domestic Shares	14,370,087	7.41%	14,370,087	6.26%
	Sub-total of (B)	***58,500,090***	***30.18%***	***58,500,090***	***25.50%***
	Total issued Shares	**193,849,200**	**100.00%**	**229,441,600**	**100.00%**

Notes:

(1) The calculation is based on the total number of 179,479,113 H Share and 14,370,087 Domestic Shares in issue as at the date of the EGM.

(2) The calculation is based on the total number of 179,479,113 H Share and 49,962,487 Domestic Shares in issue as at immediately upon Completion.

(3) Pursuant to the Concert Party Agreements, the AIC Parties agreed (i) to act in concert by way of reaching consensus on proposals related to the Group's daily management and operation presented to all general meetings and Board meetings of the Company; and (ii) that when no consensus can be reached, the AIC Parties shall vote in concurrence with Dr. Yuan Qian on the proposals, or, in the event of Dr. Yuan Qian's absence from voting, the AIC Parties shall vote in concurrence with the AIC Party with the highest shareholding percentage among the AIC Parties who votes at the meetings.

(4) Wuhan Caizhi is a limited partnership established in the PRC and one of the employee incentive platforms of the Company. The voting rights held by Wuhan Caizhi in the Company shall be exercised pursuant to the Concert Party Agreements. The executive partner of Wuhan Caizhi is Wuhan Caizhi Technology Co., Ltd. (武漢才智科技有限責任公司) ("**Wuhan Caizhi GP**"). Wuhan Caizhi is owned (i) as to 50.76% by Nanjing Huiyou Jucai Enterprise Management Partnership (Limited Partnership) 南京匯友聚才企業管理合夥企業(有限合夥), (ii) as to 29.33% by Nanjing Huiyou Juzhi Enterprise Management Partnership (Limited Partnership) (南京匯友聚智企業管理合夥企業(有限合夥)), (iii) as to 8.66% by Dr. Zhou Pengfei, (iv) as to 0.55% by Wuhan Caizhi GP and (v) as to the remaining 10.70% interest by 21 individuals who are the limited partners of Wuhan Caizhi and current or former employees of the Group, each holding not more than 4%.

(5) Ms. Huang Lin, the spouse of Dr. Zhou Hongfeng, is interested in 1,342,600 H Shares and she is a member of the Concert Parties. The 1,342,600 H Shares held by Ms. Huang Lin was acquired on 11 June 2026 by Ms. Huang Lin from Puhua Kaizhi for a total consideration of HK$5,065,247.45 (i.e. HK$3.78 per H Share). Puhua Kaizhi was owned (i) as to 50% by YZY Industrial Group Co., Ltd. (友芝友實業集團有限公司), a company wholly-owned by Dr. Yuan Qian, (ii) as to 30% by Dr. Zhou Hongfeng and (iii) as to 20% by Mr. Zhou Hongjun, brother of Dr. Zhou Hongfeng.

(6) (a) Nanning Huiyou is a limited partnership established in the PRC and is owned (i) as to 26.55% by Chongqing Laimi Pharmaceutical Co., Ltd. (重慶萊美藥業股份有限公司) (stock code: 300006.SZ), (ii) as to 21.24% by Shenzhen Tianzheng Investment Co., Ltd. (深圳市天正投資有限公司), (iii) as to 13.27% by Anhui Youlian Huizhi Enterprise Management Consulting Partnership (Limited Partnership) (安徽友聯匯智企業管理諮詢合夥企業), (iv) as to 0.88% by Nanning Yaoyou, which is the general partner of Nanning Huiyou and (v) as to the remaining 38.06% interest by 16 individuals who are individual investors of Nanning Huiyou and are third parties independent of the

Company and its connected persons, each holding not more than 8%. Nanning Yaoyou is owned (i) as to 60% by Mr. Guo Hongwei, (ii) as to 39.75% by Mr. Wen, who is one of the general partners of Nanning Yaoyou, and (iii) as to 0.25% by Tongde Qianyuan, which is one of the general partners of Nanning Yaoyou. Tongde Qianyuan is owned (i) as to approximately 72.38% by Mr. Wen, (ii) as to approximately 13.34% by Mr. Fan Xiaodong, (iii) as to approximately 8.57% by Mr. Sha Shi and (iv) as to approximately 5.71% by Mr. Guo Hongwei.

(b) Zhongheng Tongde is a limited partnership established in the PRC and is owned (i) as to 98% by its limited partner, Guangxi Wuzhou Zhongheng Group Co., Ltd (廣西梧州中恒集團股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600252.SH) and (ii) as to 2% by its general partner, Tongde Tongxin. Tongde Tongxin is owned (i) as to 33% by Mr. Wang Jinxu, (ii) as to 33% by Mr. Guo Hongwei, (iii) as to 29% by Mr. Wen and (iv) as to 5% by its general partner, Tongde Qianyuan.

(c) Gongqingcheng Huiyou is a limited partnership established in the PRC, whose general partner is Gongqingcheng Yaoyou and is owned (i) as to 25% by Mr. Peng Zhongxi, (ii) as to 15.5% by Mr. Zhang Hongtao, (iii) as to 10% by Mr. Li Longjun, (iv) as to 7.5% by Mr. Wu Haoshan, (v) as to 7.5% by Mr. Chen Wenping, (vi) as to 2.5% by Gongqingcheng Yaoyou and (vii) as to the remaining 32% by 8 individual investors, each holding not more than 5%. Gongqingcheng Yaoyou is owned (i) as to 60% by Mr. Guo Hongwei, (ii) as to 39% by Mr. Wen and (iii) as to 1% by its general partner, Tongde Qianyuan.

As Mr. Wen is interested in 72.38% of Tongde Qianyuan, which is the general partner of the general partner of each of Nanning Huiyou, Zhongheng Tongde and Gongqingcheng Huiyou, each of Nanning Huiyou, Zhongheng Tongde and Gongqingcheng Huiyou is considered to be controlled by Mr. Wen.

For the purpose of the Share Subscription involving the Whitewash Waiver, Mr. Wen is presumed to be acting in concert with the Subscribers by virtue of being Directors under Class (6) of the definition of "acting in concert" under the Takeovers Code, and therefore, each of Nanning Huiyou, Zhongheng Tongde and Gongqingcheng Huiyou, which is considered to be controlled by Mr. Wen, is also presumed to be acting in concert with the Subscribers.

None of the Subscribers is a general partner or limited partner of any of Nanning Huiyou, Zhongheng Tongde and Gongqingcheng Huiyou and there does not exist any of the relationship between any of the Subscribers on one hand and limited partners of any of Nanning Huiyou, Zhongheng Tongde and Gongqingcheng Huiyou on the other hand falling within any of the 9 classes of presumption of the definition of "acting in concert" under the Takeovers Code (except for Mr. Wen who is a Director), none of the limited partners of Nanning Huiyou, Zhongheng Tongde and Gongqingcheng Huiyou is a partner acting in concert with the Subscribers.

(7) Caizhi No. 2 is a limited partnership established in the PRC and one of the employee incentive platforms of the Company. The general partner of Caizhi No. 2 is Wuhan Huiyou Juyou Enterprise Management Co., Ltd (武漢匯友聚友企業管理有限公司) ("**Caizhi No. 2 GP**"), which is owned as to 90% by Dr. Zhou Pengfei and 10% by Mr. Li Si. Caizhi No. 2 is held (i) as to 24.49% by CSPC-NBP, (ii) as to 23.72% by Dr. Zhou Pengfei, (iii) as to 9.75% by Dr. Yuan Qian, (iv) as to 5.03% by Mr. Yi Jizu, (v) as to 4.87% by Dr. Zhou Hongfeng, (vi) as to 4.38% by Mr. Wen, (vii) as to 0.04% by Caizhi No. 2 GP and (viii) as to the remaining 27.72% by 3 companies and 12 individuals, each holding less than 4%.

The general partner of Caizhi No. 2, Caizhi No. 2 GP, is controlled by Dr. Zhou Pengfei who is an executive Director and one of the Subscribers. Therefore, it is presumed to be acting in concert with the Subscribers under Class (2) of the definition of "acting in concert" under the Takeovers Code.

(8) CSPC-NBP is directly and indirectly owned as to 100% by CSPC. Based on disclosure made pursuant to the provisions of Divisions 2 and 3 of Part XV of the SFO, as at 20 July 2026, Mr. Cai Dong Chen was the single largest shareholder of CSPC interested in 26.39% shares of CSPC. As CSPC-NBP is a limited partner of Caizhi No. 2 holding more than 20% interest in Caizhi No. 2 and is therefore presumed to be acting in concert with Dr. Zhou Pengfei, one of the Subscribers, under Class (1) of the definition of "acting in concert" under the Takeovers Code.

(9) Save as disclosed above, none of the Directors holds any Shares.

GRANT OF THE WHITEWASH WAIVER

On 16 November 2026, the Executive has conditionally granted the Whitewash Waiver, subject to (i) the Whitewash Waiver and the Share Subscription Agreement being separately approved by at least 75% and more than 50%, respectively, of the independent vote that are cast either in person or by proxy at the EGM by way of poll; and (ii) unless the Executive gives prior consent, no acquisition or disposal of voting rights being made by the Subscribers and parties acting in concert with any of them between the date of the Announcement and the Completion. As at the date of this announcement, the condition set out in (i) above has been fulfilled.

Shareholders and potential investors of the Company should note that the Share Subscription is subject to the satisfaction of the Conditions Precedent, the Share Subscription may or may not proceed. Therefore, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company and are recommended to consult their stockbroker, bank manager, solicitor or other professional adviser if they are in any doubt about their position and as to actions that they should take.

By order of the Board
Wuhan YZY Biopharma Co., Ltd.
Dr. Zhou Pengfei
Chairman of the Board,
Executive Director and Chief Executive Officer

Wuhan, PRC, 17 November 2026

As at the date of this announcement, the Board comprises Dr. Zhou Pengfei and Mr. Wen Zhicheng as executive Directors; Dr. Yuan Qian, Dr. Zhou Hongfeng, Mr. Pang Zhenhai, Dr. Hui Xiwu and Mr. Xie Shouwu as non-executive Directors; and Dr. Cheng Bin, Ms. Fu Lili, Dr. Deng Yuezhen and Dr. Chen Bin as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.