THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in InSilico Medicine Cayman TopCo, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

INSILICO MEDICINE

InSilico Medicine Cayman TopCo
英矽智能

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3696)

PROPOSED GRANTING OF GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES AND PROPOSED RE-ELECTION OF THE RETIRING DIRECTORS AND PROPOSED RE-APPOINTMENT OF AUDITOR AND NOTICE OF THE ANNUAL GENERAL MEETING

A notice convening the AGM of InSilico Medicine Cayman TopCo 英矽智能 to be held by way of electronic meeting through the eVoting Portal on Tuesday, June 2, 2026 at 9:00 a.m. is set out on pages 21 to 25 of this circular. A form of proxy for use at the AGM is enclosed with this circular. Such form of proxy is also published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (insilico.com).

Whether or not you are able to attend the AGM via the eVoting Portal, please complete and sign the accompanying form of proxy in accordance with the instructions printed thereon and return it to 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 as soon as possible but in any event not less than 48 hours before the time scheduled for the holding of the AGM or any adjournment thereof (i.e. not later than 9:00 a.m. (Hong Kong time) on Sunday, May 31, 2026). Completion and return of the form of proxy will not preclude the shareholders from attending and voting via the eVoting Portal at the AGM or any adjourned meeting thereof if they so wish and, in such event, the form of proxy previously submitted shall be deemed to be revoked.

Reference to time and dates in this circular are to Hong Kong time and dates.

April 28, 2026

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

"AGM"	an annual general meeting of the Company to be held by way of electronic meeting through the eVoting Portal on Tuesday, June 2, 2026 at 9:00 a.m. to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 21 to 25 of this circular, or any adjournment thereof;
"Audit Committee"	the audit committee of the Board;
"Articles of Association"	the articles of association of the Company currently in force;
"Board"	the board of directors of the Company;
"CCASS"	the Central Clearing and Settlement System established and operated by The Hong Kong Securities Clearing Company Limited;
"Company", "our Company" or "the Company"	InSilico Medicine Cayman TopCo (英矽智能), an exempted company with limited liability incorporated under the laws of the Cayman Islands on November 19, 2018;
"China" or "the PRC"	the People's Republic of China, except where the context requires otherwise and only for the purposes of this document, Excluding Hong Kong Special Administrative Region of the People's Republic of China, Macau Special Administrative Region of the Republic of China, and Taiwan Region;
"Director(s)"	the director(s) of the Company;
"electronic meeting" or "virtual meeting"	a general meeting held and conducted wholly and exclusively by virtual attendance and participation by Shareholders and/or proxies by means of electronic facilities;
"eVoting Portal"	the online meeting system that allows shareholders of a company to vote online, view the livestreaming of a meeting and ask questions online as shareholders do at a physical meeting without the need of physical attendance;

"Group"	the Company, its subsidiaries and its consolidated affiliated entities from time to time;
"HK$" or "Hong Kong Dollars"	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong;
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC;
"Issue Mandate"	as defined in paragraph 2(b) of the Letter from the Board;
"Latest Practicable Date"	April 22, 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular;
"Listing Date"	December 30, 2025;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended or supplemented from time to time;
"Nomination Committee"	the nomination committee of the Board;
"Remuneration Committee"	the remuneration committee of the Board;
"Repurchase Mandate"	as defined in paragraph 2(a) of the Letter from the Board;
"SFO"	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time;
"Share(s)"	ordinary share(s) in the share capital of our Company with a par value of US$0.0000005 each;
"Shareholder(s)"	holder(s) of Share(s);
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"Takeovers Code"	the Code on Takeovers and Mergers and Share Buy-backs, as published by the SFC (as amended, supplemented or otherwise modified from time to time);
"US$," "USD" or "U.S. dollars"	the lawful currency of the U.S.;
"%"	per cent.

INSILICO MEDICINE

InSilico Medicine Cayman TopCo
英矽智能

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3696)

Executive Directors:
Mr. Aleksandrs Zavoronkovs, Ph.D. *(Chairman)*
Mr. Feng Ren, Ph.D.

Non-executive Directors:
Mr. Chuen Yan Leung, Ph.D.
Mr. Kan Chen, Ph.D.
Mr. Long Shi

Independent non-executive Directors:
Ms. Denitsa Milanova, Ph.D
Mr. Jingsong Wang, Ph.D.
Mr. Roman Kyrychynskyi

Registered Office:
190 Elgin Avenue
George Town
Grand Cayman KY1-9008
Cayman Islands

Principal Place of Business in Hong Kong:
Unit 310, 3/F, Building 8W, Phase 2
Hong Kong Science Park
Pak Shek Kok
New Territories
Hong Kong

April 28, 2026

To the Shareholders

Dear Sir/Madam,

PROPOSED GRANTING OF GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES
AND
PROPOSED RE-ELECTION OF THE RETIRING DIRECTORS
AND
PROPOSED RE-APPOINTMENT OF AUDITOR
AND
NOTICE OF THE ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of certain resolutions to be proposed at the AGM for (i) the granting of the Repurchase Mandate and the Issue Mandate to the Directors; (ii) the re-election of the retiring Directors, and (iii) the re-appointment of the auditor.

2. PROPOSED GRANTING OF THE REPURCHASE AND ISSUE MANDATES

On December 15, 2025, the then Shareholders passed, among other matters, the granting of general mandates to the Directors to exercise the powers of the Company to repurchase Shares (not exceeding 55,741,850 Shares) and to issue new Shares (not exceeding 111,483,700 Shares). Such mandates have not been used as of the Latest Practicable Date and will lapse upon the conclusion of the AGM.

In order to give the Company the flexibility to repurchase and/or issue Shares on-market if and when appropriate and in accordance with Rule 10.06(1)(b) and Rule 13.36 of the Listing Rules, ordinary resolutions will be proposed at the AGM to approve the granting of new general mandates to the Directors:

(a) to purchase Shares, on the Stock Exchange or on any other stock exchange recognized by the Securities and Futures Commission of Hong Kong and the Stock Exchange, not exceeding 10% of the total number of issued Shares (excluding treasury shares) as at the date of passing of such resolution (i.e. 57,240,200 Shares on the basis that the existing issued share capital of the Company of 572,402,000 Shares remains unchanged as at the date of the AGM) (the "**Repurchase Mandate**");

(b) to allot, issue or deal with additional Shares (including any sale or transfer of treasury shares held under the name of the Company) not exceeding 20% of the total number of issued Shares (excluding treasury shares) as at the date of passing of such resolution (i.e. 114,480,400 Shares on the basis that the existing issued share capital of the Company of 572,402,000 Shares remains unchanged as at the date of the AGM) (the "**Issue Mandate**"); and

(c) to extend the Issue Mandate by an amount representing the number of Shares repurchased by the Company pursuant to and in accordance with the Repurchase Mandate.

The Repurchase Mandate and the Issue Mandate will continue in force until the conclusion of the next annual general meeting of the Company to be held after the AGM or any earlier date as referred to in the proposed ordinary resolutions contained in items 4 and 5 of the notice of the AGM as set out on pages 21 to 25 of this circular.

In accordance with the requirements of the Listing Rules, the Company is required to send to the Shareholders an explanatory statement containing all the information reasonably necessary to enable them to make an informed decision on whether to vote for or against the granting of the Repurchase Mandate. The explanatory statement as required by the Listing Rules in connection with the Repurchase Mandate is set out in Appendix I to this circular.

3. PROPOSED RE-ELECTION OF THE RETIRING DIRECTORS

In accordance with Article 126 of the Articles of Association, the Directors may appoint any person to be a Director, either to fill a vacancy or as an additional Director provided that the appointment does not cause the number of Directors to exceed any number fixed by or in accordance with the Articles as the maximum number of Directors. Any Director so appointed shall hold office only until the first annual general meeting of the Company after such Director's appointment and shall then be eligible for re-election at that meeting. Accordingly, Ms. Denitsa Milanova, Ph.D., Mr. Jingsong Wang, Ph.D. and Mr. Roman Kyrychynskyi, who were appointed by the Board as the independent non-executive Directors with effect from Listing Date, will retire from office at the AGM by rotation.

In accordance with Article 122 of the Articles of Association, at every annual general meeting of the Company one-third of the Directors for the time being (or, if their number is not three or multiple of three, then the number nearest to, but not less than, one-third) shall retire from office by rotation. Accordingly, Mr. Aleksandrs Zavoronkovs, Ph.D. and Mr. Feng Ren, Ph.D. will retire from office at the AGM by rotation.

All the above Directors, being eligible, have offered themselves for re-election at the AGM.

The Nomination Committee has reviewed the structure and composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skills and experience, time commitment and contribution as well as independence (as to Ms. Denitsa Milanova, Ph.D., Mr. Jingsong Wang, Ph.D. and Mr. Roman Kyrychynskyi) of the retiring Directors and the independence of all independent non-executive Directors. Each of Ms. Denitsa Milanova, Ph.D., Mr. Jingsong Wang, Ph.D. and Mr. Roman Kyrychynskyi, being the independent non-executive Director proposed to be re-elected, has confirmed each of his/her independence with reference to the factors as set out in Rule 3.13 of the Listing Rules.

The Nomination Committee and the Board believed that the extensive business experience of Mr. Aleksandrs Zavoronkovs, Ph.D., Mr. Feng Ren, Ph.D., Ms. Denitsa Milanova, Ph.D., Mr. Jingsong Wang, Ph.D. and Mr. Roman Kyrychynskyi will continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning and diversity, and are satisfied with the contribution of Mr. Aleksandrs Zavoronkovs, Ph.D., Mr. Feng Ren, Ph.D., Ms. Denitsa Milanova, Ph.D., Mr. Jingsong Wang, Ph.D. and Mr. Roman Kyrychynskyi to the Company. The Nomination Committee and the Board therefore recommended the re-election of Mr. Aleksandrs Zavoronkovs, Ph.D., Mr. Feng Ren, Ph.D., Ms. Denitsa Milanova, Ph.D., Mr. Jingsong Wang, Ph.D. and Mr. Roman Kyrychynskyi, who are due to retire at the AGM.

Pursuant to Rule 13.74 of the Listing Rules, a listed issuer shall disclose the details required under Rule 13.51(2) of the Listing Rules of any director(s) proposed to be re-elected or proposed new director in the notice or accompanying circular to its shareholders of the relevant general meeting, if such re-election or appointment is subject to shareholders' approval at that relevant general meeting. The requisite details of the above retiring Directors are set out in Appendix II to this circular.

4. PROPOSED RE-APPOINTMENT OF AUDITOR

Pursuant to Article 194(a) of the Articles of Association, Deloitte Touche Tohmatsu will retire as the auditor of the Company at the AGM and, being eligible, offer themselves for re-appointment.

The Board proposes to re-appoint Deloitte Touche Tohmatsu as the auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company.

The estimated audit fee payable to Deloitte Touche Tohmatsu for the audit of the consolidated financial statements of the Company and its subsidiaries for the financial year ending 31 December 2026 is expected to be in the range of approximately US$400,000 to US$500,000 (exclusive of out-of-pocket expenses). Such fee has been determined after due consideration and arm's length negotiations between the Company and Deloitte Touche Tohmatsu, taking into account, among other things, historical audit fees, prevailing market rates, the Group's business operations, the expected scope of the audit (covering the consolidated financial statements prepared in accordance with the International Financial Reporting Standards), the audit timetable, and the level and composition of professional staff to be deployed. The estimated audit fee has been determined on the basis that no material changes are expected in the Group's operations, accounting policies or regulatory environment during the financial year, and that the Company will provide timely and adequate assistance and information as reasonably required for the audit.

Unless there is a material change in the basis or assumptions set out above, the final audit fee should not deviate materially from the estimated amount initially disclosed. In the event of any material change, the Company will make further disclosure as appropriate.

5. AGM AND PROXY ARRANGEMENT

The Company will hold an AGM at 9 a.m. on Tuesday, June 2, 2026 by way of a virtual meeting via the eVoting Portal. The notice of the AGM is set out on pages 21 to 25 of this circular. At the AGM, resolutions will be proposed to approve the aforementioned resolutions.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. Accordingly, all the proposed resolutions will be put to vote by way of poll at the AGM. An announcement on the poll vote results will be published by the Company after the AGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

Shareholders who wish to attend the AGM online may log in to the eVoting Portal from anywhere via a smartphone, tablet or computer connected to the Internet. Shareholders can watch the live video webcast, participate in voting and ask questions online through the eVoting Portal.

Information on accessing the eVoting Portal (including the login details) will be separately contained in the notice letter sent by the branch share registrar of the Company, Tricor Investor Services Limited, to each registered Shareholder. If the shares are held by joint registered holders, only "one pair" of login usernames and passwords will be sent to the joint holders. Any one of such joint holders may attend the AGM or vote through the eVoting Portal in respect of such Shares as if he/she were the only person entitled to vote in respect of such Shares.

If you are a non-registered Shareholder who wish to attend the AGM online via the eVoting Portal, you should contact your bank, broker, custodian, nominee or HKSCC Nomines Limited to make the necessary arrangements.

A form of proxy for use at the AGM is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (insilico.com). Whether or not you are able to attend the AGM, please complete and sign the form of proxy in accordance with the instructions printed thereon and return it, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority, to 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, as soon as possible but in any event not less than 48 hours before the time scheduled for holding the AGM or any adjournment thereof (i.e. not later than 9:00 a.m. (Hong Kong time) on Sunday, May 31, 2026). Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM if you so wish and in such event, your proxy form shall be deemed to be revoked.

If a Shareholder wishes to appoint a proxy to attend the AGM online, he/she must provide a valid email address of his/her proxy (except for appointing the chairman of the AGM) so that the proxy can receive login details to attend online via the eVoting Portal.

If you have any queries on the arrangements for the AGM set out above, please contact the branch share registrar of the Company, Tricor Investor Services Limited, by email at is-enquiries@vistra.com or by telephone hotline at (852) 2980 1333 from 9:00 a.m. to 6:00 p.m., Monday to Friday (excluding Hong Kong public holidays).

6. RECOMMENDATION

The Directors consider that the granting of all the resolutions to be proposed at the AGM are in the interests of the Company, the Group and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the AGM.

7. GENERAL INFORMATION

Your attention is drawn to the additional information set out in the appendices to this circular: Appendix I — Explanatory Statement on the Repurchase Mandate; and Appendix II — Details of the Retiring Directors Proposed to be Re-elected at the AGM.

In the event of any inconsistency, the English language text of this circular version shall prevail over the Chinese language text.

Yours faithfully,
By Order of the Board
InSilico Medicine Cayman TopCo
Mr. Aleksandrs Zavoronkovs, Ph.D.
Chairman, Executive Director, CEO and CBO

The following is an explanatory statement required by the Listing Rules to be sent to the Shareholders to enable them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the AGM in relation to the granting of the Repurchase Mandate.

1. REASONS FOR REPURCHASES OF SHARES

The Directors believe that the granting of the Repurchase Mandate is in the interests of the Company and the Shareholders.

Repurchases of Shares may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share. 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.

2. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 572,402,000 Shares, with no treasury Shares.

Subject to the passing of the ordinary resolution set out in item 4 of the notice of the AGM in respect of the granting of the Repurchase Mandate and on the basis that the issued ordinary share capital of the Company remains unchanged as at the date of the AGM, i.e. being 572,402,000 Shares, the Directors would be authorized under the Repurchase Mandate to repurchase, during the period in which the Repurchase Mandate remains in force, a maximum of 57,240,200 Shares, representing 10% of the total number of Shares in issue (excluding treasury Shares) as at the date of the AGM.

3. FUNDING OF REPURCHASES

Repurchases of Shares will be funded from the Company's internal resources, which shall be funds legally available for such purposes in accordance with the Company's Memorandum and Articles of Association, the Listing Rules, the laws of the Cayman Islands and/or any other applicable laws, as the case may be.

4. IMPACT OF REPURCHASES

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts contained in the annual report of the Company for the year ended December 31, 2025) in the event that the Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period. However, the Directors do not intend to exercise the Repurchase Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time befitting the Company.

5. TAKEOVERS CODE

If, on the exercise of the power to repurchase 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. Accordingly, a Shareholder, or a group of Shareholders acting in concert, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code for all the Shares not already owned by such Shareholder or group of Shareholders.

To the best knowledge of the Company and taking into consideration the interests of the substantial shareholders of the Company (as defined under the Listing Rules) in the voting rights of the Company as of the Latest Practicable Date, the Directors are not aware of any consequences which would arise under the Takeovers Code as a result of an exercise of the proposed Repurchase Mandate. The Directors are not aware of any consequences which may give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code.

The Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

6. GENERAL

None of the Directors or, to the best of their knowledge having made all reasonable enquiries, any of their respective close associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons (as defined in the Listing Rules) of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

The Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code and/or result in the aggregate number of Shares held by the public shareholders falling below the prescribed minimum percentage required by the Stock Exchange.

The Directors will exercise the power of the Company to make repurchases of Shares pursuant to the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

The Directors confirm that neither the explanatory statement nor the proposed repurchase of Shares pursuant to the Repurchase Mandate has any unusual features.

7. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which the Shares have traded on the Stock Exchange during each of the following months were as follows:

Month	**Highest** *HK$*	**Lowest** *HK$*
2025		
December *(since and including the Listing Date on December 30, 2025)*	38.68	29.98
2026		
January	67.40	35.02
February	80.90	56.50
March	67.45	46.72
April *(up to the Latest Practicable Date)*	75.90	55.75

8. REPURCHASES OF SHARES MADE BY THE COMPANY

No repurchase of Shares has been made by the Company during the period from the Listing Date to and including the Latest Practicable Date (whether on the Stock Exchange or otherwise).

9. INTENTION STATEMENT REGARDING REPURCHASED SHARES

Subject to the applicable requirements under the Listing Rules, the Company may cancel the repurchased shares following settlement of any such repurchase or hold them as treasury shares, subject to, for example, market conditions and its capital management needs at the relevant time of the repurchases.

For any treasury Shares deposited with CCASS on the Stock Exchange, the Company will have 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 with respect to treasury shares. These measures include, for example, an approval by the Board that (i) the Company should 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 should withdraw the treasury shares from CCASS, and either re-register them in the Company's name as treasury shares or cancel them, in each case before the record date for the dividends or distributions.

Holders of treasury Shares (if any) shall abstain from voting on matters that require shareholders' approval at the Company's general meetings.

Pursuant to the Listing Rules, the details of the Directors, who will retire and offer themselves for re-election at the AGM, are provided below.

(1) MR. ALEKSANDRS ZAVORONKOVS, PH.D., EXECUTIVE DIRECTOR

Position and experience

Mr. Aleksandrs Zavoronkovs, Ph.D. ("**Mr. Zavoronkovs**"), aged 47, is the founder, chairman of the Board, executive Director, CEO and CBO of the Company. He is also the chairman of Nomination Committee and a member of ESG Committee. Mr. Zavoronkovs served as an advisor and director of Deep Longevity, Inc from March 2020 to January 2023. Prior to founding the Group, Mr. Zavoronkovs worked in the Biogerontology Research Foundation from May 2008 to June 2018. He has published over 300 research papers and three books including "The Ageless Generation: How Biomedical Advances Will Transform the Global Economy." Mr. Zavoronkovs is also the co-organizer of the Annual Aging Research and Drug Discovery Meeting, one of Europe's largest industry events in aging research and drug discovery.

Mr. Zavoronkovs received two bachelor's degrees in commerce and science from Queen's University in Canada in May and June 2001, respectively, a master's degree in biotechnology from Johns Hopkins University in the United States in May 2007, and a Ph.D. in physics and mathematics from Moscow State University in Russia in October 2008.

Save as disclosed above, Mr. Zavoronkovs has not held any directorships in the last 3 years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Length of service

Pursuant to the service agreement issued by the Company to Mr. Zavoronkovs, his initial term of office is three years from Listing Date, which may be terminated by not less than two months' notice in writing served by either the executive Director or our Company. Mr. Zavoronkovs is also subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association.

Relationships

As far as the Directors are aware, Mr. Zavoronkovs does not have any relationships with other Directors, senior management, substantial Shareholders (as defined in the Listing Rules), or controlling Shareholders (as defined in the Listing Rules) of the Company.

Interests in Shares

As far as the Directors are aware, as at the Latest Practicable Date, Mr. Zavoronkovs was deemed to be interested in (i) 42,583,500 Shares and (ii) pursuant to proxies and powers of attorney dated May 5, 2025 and with effect from April 15, 2025, Mr. Zavoronkovs is entitled to exercise the voting rights of 4,060,000 shares held by Mr. Aleksandr Aliper, Ph.D., Mr. Ivan Ozerov and Mr. Eugene Lane; accordingly, Mr. Zavoronkovs is deemed to be interested in the shares held by Mr. Aleksandr Aliper, Ph.D., Mr. Ivan Ozerov and Mr. Eugene Lane under the SFO. Save as disclosed above, Mr. Zavoronkovs was not interested or deemed to be interested in any shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Director's emoluments

Pursuant to the service agreement, Mr. Zavoronkovs is entitled to a director's fee of US$500,000 per annum. The Company may, in its sole discretion, consider and pay the Director a bonus of such amount as the Board may determine in light of the Company's business performance and the Director's individual performance after confirmation with the Remuneration Committee. Mr. Zavoronkovs is entitled to join the Company's share options and/or share award programme, in the form of share options, restricted share units or any other forms of share incentivization. The Company may, in its sole discretion, grant share-based awards to the Director from time to time, as determined by the Board in accordance with the terms of the current share incentivization plan(s). Such share-based compensation forms part of the Director's remuneration.

Other information and matters that need to be disclosed or brought to the attention of the Shareholders

As far as the Directors are aware, there is no information of Mr. Zavoronkovs to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters concerning Mr. Zavoronkovs that need to be brought to the attention of the Shareholders.

(2) MR. FENG REN, PH.D., EXECUTIVE DIRECTOR

Position and experience

Mr. Feng Ren, Ph.D. ("**Mr. Ren**"), aged 51, has served as our CSO since February 2021, as our Director since June 2021 and as our CEO since June 2022. He was re-designated as our executive Director in June 2023. He is also the chairman of ESG Committee and a member of Remuneration Committee.

Prior to joining our Group, Mr. Ren was senior vice president, head of chemistry and biology of Shanghai Medicilon Inc., a company listed on the Shanghai Stock Exchange (SSE: 688202) which is a contract research organization, from February 2018 to January 2021. From February 2007 to January 2018, Mr. Ren worked in GlaxoSmithKline PLC, a global pharmaceutical company listed on the London Stock Exchange (LSE: GSK), with his final position being director, head of chemistry in neurodegeneration DPU. Mr. Ren has published approximately 80 peer-reviewed research papers and holds approximately 120 patents.

Mr. Ren received his bachelor's degree in polymer science from the University of Science and Technology of China in July 1998, a master's degree in science from the National University of Singapore in March 2004, and a Ph.D. in organic chemistry from Harvard University in the United States in June 2007.

Save as disclosed above, Mr. Ren has not held any directorships in the last 3 years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Length of service

Pursuant to the service agreement issued by the Company to Mr. Ren, his initial term of office is three years from Listing Date, which may be terminated by not less than two months' notice in writing served by either the executive Director or our Company. Mr. Ren is also subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association.

Relationships

As far as the Directors are aware, Mr. Ren does not have any relationships with other Directors, senior management, substantial Shareholders (as defined in the Listing Rules), or controlling Shareholders (as defined in the Listing Rules) of the Company.

Interests in Shares

As far as the Directors are aware, as at the Latest Practicable Date, Mr. Ren was deemed to be interested in (i) 475,400 Shares held through interest of corporation controlled by him and (ii) 8,265,420 Shares which include 5,065,420 Shares to be subscribed upon full exercise of options granted under Pre-IPO Equity Incentive Plans; and 3,200,000 Shares to be issued upon vesting of share awards granted under Pre-IPO Equity Incentive Plans. Save as disclosed above, Mr. Ren was not interested or deemed to be interested in any shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Director's emoluments

Pursuant to the service agreement, Mr. Ren is entitled to a director's fee of US$500,000 per annum. The Company may, in its sole discretion, consider and pay the Director a bonus of such amount as the Board may determine in light of the Company's business performance and the Director's individual performance after confirmation with the Remuneration Committee. Mr. Ren is entitled to join the Company's share options and/or share award programme, in the form of share options, restricted share units or any other forms of share incentivization. The Company may, in its sole discretion, grant share-based awards to the Director from time to time, as determined by the Board in accordance with the terms of the current share incentivization plan(s). Such share-based compensation forms part of the Director's remuneration.

Other information and matters that need to be disclosed or brought to the attention of the Shareholders

As far as the Directors are aware, there is no information of Mr. Ren to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters concerning Mr. Ren that need to be brought to the attention of the Shareholders.

(3) MS. DENITSA MILANOVA, PH.D., INDEPENDENT NON-EXECUTIVE DIRECTOR

Position and experience

Ms. Denitsa Milanova, Ph.D. ("**Ms. Milanova**"), aged 41, was appointed as our independent non-executive Director in June 2023 with effect from the Listing Date. She is a member of Audit Committee, Remuneration Committee, Nomination Committee and ESG Committee.

Ms. Milanova is a founder and chief executive officer of Medici Therapeutics, Inc., an immuno-oncology company based in Boston, San Francisco and Emeryville, since October 2022. Prior to founding Medici, Ms. Milanova served as a Technology Development Fellow and Principal Investigator at Wyss Institute for Biologically Inspired Engineering of Harvard University from April 2018 to October 2022, and as a Postdoctoral Fellow in the Genetics Department of Harvard Medical School working with Prof. George Church from December 2015 to April 2018. Ms. Milanova also served as a business consultant at Ohana Biosciences (a subsidiary of Flagship Pioneering), a Boston-based life science company incubator, from April 2016 to November 2017.

Ms. Milanova became a Doctoral Fellow of the Stanford Microfluidics Laboratory under Prof. Juan Santiago at Stanford University School of Engineering in August 2008. In 2010, Ms. Milanova continued her degree while also collaborating with Profs. Annelise Barron in

Molecular Bioengineering for Medicine and Biotechnology and Michael Snyder at Stanford University School of Medicine from January 2015 to January 2016. Prior to that, Ms. Milanova served as an undergraduate researcher at the Nanofluids and Two-Phase Flow Laboratory during her studies at University of Central Florida. Ms. Milanova received her B.S. in Mechanical Engineering at University of Central Florida in the United States in May 2008.

Ms. Milanova received her M.Sc. in Mechanical Engineering in June 2010, her M.Sc. in Management Science and Engineering (an executive business degree with a focus on entrepreneurship) in June 2013, and her Ph.D. in Mechanical Engineering in January 2016, all from Stanford University in the United States. During her studies, Ms. Milanova was awarded a Stanford Graduate School of Engineering Fellowship in 2008, and a Stanford Bio-X Medtronic Fellowship in 2011, both of which provided outstanding young researchers with full financial support.

Save as disclosed above, Ms. Milanova has not held any directorships in the last 3 years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Length of service

Pursuant to the letter of appointment issued by the Company to Ms. Milanova, her initial term of office is three years or until the third annual general meeting of the Company from Listing Date (whichever is earlier), which may be terminated by not less than one month's notice in writing served by either the independent non-executive Director or the Company. Ms. Milanova is also subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association.

Relationships

As far as the Directors are aware, Ms. Milanova does not have any relationships with other Directors, senior management, substantial Shareholders (as defined in the Listing Rules), or controlling Shareholders (as defined in the Listing Rules) of the Company.

Interests in Shares

As far as the Directors are aware, as at the Latest Practicable Date, Ms. Milanova was not interested or deemed to be interested in any shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Director's emoluments

Pursuant to the letter of appointment, Ms. Milanova is entitled to a remuneration of US$40,000 per annum and is entitled to additional benefits (including any share options and/or share awards under the rules of any share option scheme or share award scheme to be adopted by the Company) at the Company's discretion.

Other information and matters that need to be disclosed or brought to the attention of the Shareholders

As far as the Directors are aware, there is no information of Ms. Milanova to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters concerning Ms. Milanova that need to be brought to the attention of the Shareholders.

(4) MR. JINGSONG WANG, PH.D., INDEPENDENT NON-EXECUTIVE DIRECTOR

Position and experience

Mr. Jingsong Wang, Ph.D. ("**Mr. Wang**"), aged 61, was appointed as our independent non-executive Director in June 2023 with effect from the Listing Date. He is the chairman of Remuneration Committee and a member of Audit Committee, Nomination Committee and ESG Committee.

Mr. Wang has served as an executive director, the chief executive officer and chairman of the board of HBM Holdings Limited, a company listed on the Hong Kong Stock Exchange (HKEX: 2142), since July 2016. Mr. Wang is the principal founder of HBM Holdings Limited. From November 2011 to December 2015, Mr. Wang served as the head of China research and development at Sanofi.

Mr. Wang has served as an independent non-executive director of Frontage Holdings Corporation, a company listed on the Hong Kong Stock Exchange (HKEX: 1521), since April 2018. Previously, he was an independent non-executive director of Xinjiang Bai Hua Cun Pharma Tech Co., Ltd. (新疆百花村醫藥集團股份有限公司), a company listed on the Shanghai Stock Exchange (SSE: 600721), from September 2021 to August 2024.

Mr. Wang received his M.D. in clinical medicine from Xuzhou Medical College in China in June 1986, his master's degree in medical science (immunology) from Jilin University (formerly known as Norman Bethune University of Medical Science before the combination with Jilin University) in China in July 1989, and his Ph.D. in molecular pharmacology from China Pharmaceutical University in China in July 2011. Mr. Wang also obtained a physician qualification awarded by the Commonwealth of Massachusetts Board of Registration in Medicine in May 2002, as well as a Diplomate in Internal Medicine and a Diplomate in Rheumatology, both awarded by the American Board of Internal Medicine in 2003 and 2004 respectively. He obtained Medical Physician and Surgeon certificate from the State Board of Medicine of the Commonwealth of Pennsylvania in 2006. From June 2001 to June 2005, Mr. Wang served as a research/clinical fellow in rheumatology at Brigham and Women's Hospital and Harvard Medical School.

Save as disclosed above, Mr. Wang has not held any directorships in the last 3 years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Length of service

Pursuant to the letter of appointment issued by the Company to Mr. Wang, his initial term of office is three years or until the third annual general meeting of the Company from Listing Date (whichever is earlier), which may be terminated by not less than one month's notice in writing served by either the independent non-executive Director or the Company. Mr. Wang is also subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association.

Relationships

As far as the Directors are aware, Mr. Wang does not have any relationships with other Directors, senior management, substantial Shareholders (as defined in the Listing Rules), or controlling Shareholders (as defined in the Listing Rules) of the Company.

Interests in Shares

As far as the Directors are aware, as at the Latest Practicable Date, Mr. Wang was not interested or deemed to be interested in any shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Director's emoluments

Pursuant to the letter of appointment, Mr. Wang is entitled to a remuneration of US$40,000 per annum and is entitled to additional benefits (including any share options and/or share awards under the rules of any share option scheme or share award scheme to be adopted by the Company) at the Company's discretion.

Other information and matters that need to be disclosed or brought to the attention of the Shareholders

As far as the Directors are aware, there is no information of Mr. Wang to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters concerning Mr. Wang that need to be brought to the attention of the Shareholders.

(5) MR. ROMAN KYRYCHYNSKYI, INDEPENDENT NON-EXECUTIVE DIRECTOR

Position and experience

Mr. Roman Kyrychynskyi ("**Mr. Kyrychynskyi**"), aged 50, was appointed as our independent non-executive Director in June 2023 with effect from the Listing Date. He is the chairman of Audit Committee and a member of Remuneration Committee, Nomination Committee and ESG Committee.

Mr. Kyrychynskyi is a senior technology and product executive with more than two decades of experience at AMD, where he currently serves as Corporate Vice President, Product Management. His current and past responsibilities span leadership of the Memory Business Unit, AMD's global memory procurement organization, as well as product management, business planning and analysis, finance controllership, and supply-chain functions.

He is known for strong initiative, entrepreneurship, and execution, with a track record of success built over his 25-year tenure at AMD. Notably, Mr. Kyrychynskyi founded AMD's Memory Business Unit from the ground up and has been instrumental in shaping the company's product, supply-chain, and business strategy.

Mr. Kyrychynskyi is a member of the Chartered Professional Accountants of Canada and holds a Bachelor of Commerce (Honours) degree from Queen's University in Canada.

Save as disclosed above, Mr. Kyrychynskyi has not held any directorships in the last 3 years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Length of service

Pursuant to the letter of appointment issued by the Company to Mr. Kyrychynskyi, his initial term of office is three years or until the third annual general meeting of the Company from Listing Date (whichever is earlier), which may be terminated by not less than one month's notice in writing served by either the independent non-executive Director or the Company. Mr. Kyrychynskyi is also subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association.

Relationships

As far as the Directors are aware, Mr. Kyrychynskyi does not have any relationships with other Directors, senior management, substantial Shareholders (as defined in the Listing Rules), or controlling Shareholders (as defined in the Listing Rules) of the Company.

Interests in Shares

As far as the Directors are aware, as at the Latest Practicable Date, Mr. Kyrychynskyi was not interested or deemed to be interested in any shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Director's emoluments

Pursuant to the letter of appointment, Mr. Kyrychynskyi is entitled to a remuneration of US$40,000 per annum and is entitled to additional benefits (including any share options and/or share awards under the rules of any share option scheme or share award scheme to be adopted by the Company) at the Company's discretion.

Other information and matters that need to be disclosed or brought to the attention of the Shareholders

As far as the Directors are aware, there is no information of Mr. Kyrychynskyi to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters concerning Mr. Kyrychynskyi that need to be brought to the attention of the Shareholders.

INSILICO MEDICINE

InSilico Medicine Cayman TopCo
英矽智能

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3696)

NOTICE IS HEREBY GIVEN that an annual general meeting (the "**Meeting**") of InSilico Medicine Cayman TopCo (the "**Company**") will be held by way of electronic meeting through the eVoting Portal on Tuesday, June 2, 2026 at 9:00 a.m. for the following purposes:

1. To consider, receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditor for the year ended December 31, 2025.

2(a). To re-elect Mr. Aleksandrs Zavoronkovs, Ph.D. as an executive director of the Company.

2(b). To re-elect Mr. Feng Ren, Ph.D. as an executive director of the Company.

2(c). To re-elect Ms. Denitsa Milanova, Ph.D. as an independent non-executive director of the Company.

2(d). To re-elect Mr. Jingsong Wang, Ph.D. as an independent non-executive director of the Company.

2(e). To re-elect Mr. Roman Kyrychynskyi as an independent non-executive director of the Company.

2(f). To authorize the board of directors of the Company to fix the respective directors' remuneration.

3. To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorize the board of directors of the Company to fix auditor's remuneration.

4. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to paragraph (b) below, the exercise by the directors during the Relevant Period (as defined below) of all the powers of the Company to purchase its shares on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") or on any other stock exchange recognized by the Securities and Futures Commission of Hong Kong and the Stock Exchange, subject to and in accordance with the applicable laws, rules and regulations, be and is hereby generally and unconditionally approved;

(b) the total number of shares of the Company to be purchased pursuant to the approval in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing of this resolution and the said approval shall be limited accordingly, and if any subsequent consolidation or subdivision of shares is conducted, the maximum number of shares that may be repurchased under the mandate in paragraph (a) above as a percentage of the total number of issued shares (excluding treasury shares) at the date immediately before and after such consolidation or subdivision shall be the same; and

(c) 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 revocation or variation of the authority given under this resolution by ordinary resolution passed by the Company's shareholders in general meetings; and

(iii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association of the Company or any applicable laws to be held.".

5. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to paragraph (c) below, the exercise by the directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with authorized and unissued shares (including any sale or transfer of treasury shares) in the capital of the Company and to make or grant offers, agreements and options (including warrants, bonds and debentures convertible into shares of the Company) which might require the exercise of such powers be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) above shall authorize the directors to make or grant offers, agreements and options (including warrants, bonds and debentures convertible into shares of the Company) during the Relevant Period which would or might require the exercise of such powers during or after the end of the Relevant Period;

(c) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted by the directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined below);

(ii) the exercise of the outstanding conversion rights attaching to any convertible securities issued by the Company, which are convertible into shares of the Company;

(iii) the exercise of options under share option scheme(s) of the Company; and

(iv) any scrip dividend scheme or similar arrangement providing for the allotment of shares in the Company in lieu of the whole or part of a dividend on shares of the Company in accordance with the Articles of Association of the Company,

shall not exceed 20% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing of this resolution and the said approval shall be limited accordingly, and if any subsequent consolidation or subdivision of shares is conducted, the maximum number of shares that may be issued under the mandate in paragraph (a) above as a percentage of the total number of issued shares (excluding treasury shares) at the date immediately before and after such consolidation or subdivision shall be the same; and

(d) for the purposes 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 revocation or variation of the authority given under this resolution by ordinary resolution passed by the Company's shareholders in general meetings;

(iii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association of the Company or any applicable laws to be held; and

"**Rights Issue**" means an offer of shares open for a period fixed by the directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (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 recognized regulatory body or any stock exchange).".

6. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

   "**THAT** conditional upon the passing of resolutions set out in items 4 and 5 of the notice convening the Meeting (the "**Notice**"), the general mandate referred to in the resolution set out in item 5 of the Notice be and is hereby extended by the addition to the aggregate number of shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the directors pursuant to such general mandate of an amount representing the aggregate number of shares purchased by the Company pursuant to the general mandate referred to in the resolution set out in item 4 of the Notice, provided that such amount shall not exceed 10% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing of this resolution."

Yours faithfully,
By order of the Board
InSilico Medicine Cayman TopCo
Mr. Aleksandrs Zavoronkovs, Ph.D.
Chairman, Executive Director, CEO and CBO

Hong Kong April 28, 2026

Notes:

1. The Meeting will be a virtual meeting. Shareholders will be able to join the Meeting through the eVoting Portal. The eVoting Portal can be accessed from any location with access to the internet via smartphone, tablet or computer. For details, please refer to the Company's circular to shareholders dated 28 April 2026.

2. Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of him/her/it. A proxy need not be a member of the Company. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.

3. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at 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 as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof (i.e. not later than 9:00 a.m. (Hong Kong time) on Sunday, May 31, 2026). Delivery of the form of proxy shall not preclude a member of the Company from attending and voting via the eVoting Portal at the Meeting and, in such event, the form of proxy shall be deemed to be revoked.

4. To ascertain shareholders' eligibility to attend and vote at the Meeting, the register of members of the Company will be closed from Thursday, May 28, 2026 to Tuesday, June 2, 2026 (both days inclusive), during which period no share transfer will be effected. The record date will be Tuesday, June 2, 2026. In order to qualify for attending and voting at the Meeting, unregistered holders of shares of the Company should ensure that all completed transfer forms accompanied by the relevant share certificates are 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. (Hong Kong time), on Wednesday, May 27, 2026.

5. In accordance with the Listing Rules, voting on the above resolutions will be taken by poll.

6. References to time and dates in this notice are to Hong Kong time and dates.

7. As at the date of this notice, board of directors of the Company comprises Mr. Aleksandrs Zavoronkovs, Ph.D. and Mr. Feng Ren, Ph.D. as executive directors; Mr. Kan Chen, Ph.D., Mr. Chuen Yan Leung, Ph.D., and Mr. Long Shi as non-executive directors; and Mr. Jingsong Wang, Ph.D., Ms. Denitsa Milanova, Ph.D. and Mr. Roman Kyrychynskyi as independent non-executive directors.