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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 Kindstar Globalgene Technology, Inc., 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.

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Kindstar Globalgene Technology, Inc.

康聖環球基因技術有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9960)

**PROPOSED RE-ELECTION OF DIRECTORS
PROPOSED RE-APPOINTMENT OF AUDITOR
PROPOSED GRANTING OF GENERAL MANDATES TO
REPURCHASE SHARES AND TO ISSUE SHARES AND
SELL TREASURY SHARES
PROPOSED PAYMENT OF FINAL DIVIDEND
PROPOSED ADOPTION OF THE TWELFTH AMENDED AND RESTATED
MEMORANDUM AND ARTICLES OF ASSOCIATION
AND
NOTICE OF ANNUAL GENERAL MEETING**

The notice convening the Annual General Meeting of Kindstar Globalgene Technology, Inc. to be held by way of virtual meeting on Friday, June 5, 2026 at 10 a.m. is set out in this circular.

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed form of proxy for use at the Annual General Meeting in accordance with the instructions printed thereon and return it to 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 or via the Vistra eVoting Portal as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 10 a.m. on Wednesday, June 3, 2026) or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the Annual General Meeting if they so wish.

This circular together with the form of proxy are also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company (<http://www.kindstar.com.cn>).

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

April 24, 2026

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SPECIAL ARRANGEMENTS FOR THE ANNUAL GENERAL MEETING

The Annual General Meeting will be held by way of a virtual meeting and the Shareholders will not be able to attend the Annual General Meeting in person.

Shareholders wishing to attend and vote at the Annual General Meeting virtually via the Vistra eVoting Portal should follow the instructions by using the designated URL and the login details provided on the notification letter (the “**Notification Letter**”) to be sent together with this circular, on how to access the webcast. The Shareholders can view, listen and ask questions at the live webcast of the Annual General Meeting via electronic means. You will be able to access the live webcast at the start of the Annual General Meeting until its conclusion. Shareholders **MUST NOT** forward the URL and your login details to other persons who are not the Shareholders and who are not entitled to attend the Annual General Meeting.

Shareholders who wish to attend the Annual General Meeting and exercise their voting rights can be achieved in one of the following ways:

- (1) attend the Annual General Meeting electronically via the Vistra eVoting Portal which enables live streaming and interactive platform for submitting questions and voting online; or
- (2) appoint the chairman of the Annual General Meeting or other persons as your proxy by providing their email address for receiving the designated log-in username and password to attend and vote on your behalf via the Vistra eVoting Portal.

Your proxy’s authority and instruction will be revoked if you attend and vote at the Annual General Meeting in person or via the Vistra eVoting Portal.

If your proxy (except when the chairman of the Annual General Meeting is appointed as proxy) wishes to attend the Annual General Meeting and vote online, you must provide a valid email address on the proxy form for the necessary arrangements. If no email address is provided, your proxy cannot attend the Annual General Meeting and vote online. The email address provided will be used by the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, for providing the login details for attending and voting at the Annual General Meeting via the Vistra eVoting Portal. If your proxy has not received the login details by email by 5 p.m. on Thursday, June 4, 2026, you should contact the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited by email to emeeting@vistra.com or via eVoting Hotline at +852 2975 0928 during business hours (9:00 a.m. to 5:00 p.m., Monday to Friday, excluding public holidays in Hong Kong) for the necessary arrangements. Shareholders can refer to the notice of the Annual General Meeting and the Online Meeting User Guide (by scanning the QR code as printed on the Notification Letter) in relation to attending the Annual General Meeting by electronic means.

Completion and return of the form of proxy will not preclude you from attending and voting in person or via the Vistra eVoting Portal at the Annual General Meeting or any adjournment thereof (as the case may be) should you so wish and in such event, the form of proxy shall be deemed to be revoked.

SPECIAL ARRANGEMENTS FOR THE ANNUAL GENERAL MEETING

Non-registered Shareholders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to attend the Annual General Meeting, vote and submit questions online. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements. You will be asked to provide your email address which will be used by the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, for providing the login details for attending the Annual General Meeting electronically in the Vistra eVoting Portal.

If you have any questions relating to the arrangement of the Annual General Meeting, please contact the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited by email to emeeting@vistra.com or via eVoting hotline at +852 2975 0928 during business hours (9:00 a.m. to 5:00 p.m., Monday to Friday, excluding public holidays in Hong Kong) for assistance.

Shareholders are advised to check the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.kindstar.com.cn>) for, if any, the latest announcement and information relating to the Annual General Meeting.

DEFINITIONS

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

“Annual General Meeting”	the annual general meeting of the Company to be held on Friday, June 5, 2026 at 10 a.m. by way of virtual meeting, to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 38 to 43 of this circular, or any adjournment thereof
“Articles of Association” or “Existing Memorandum and Articles of Association”	the eleventh amended and restated memorandum and articles of association of the Company adopted and become effective on June 5, 2024, as amended from time to time
“Board”	the board of Directors
“CCASS”	has the meaning ascribed to it under the Listing Rules
“Company”	Kindstar Globalgene Technology, Inc. 康聖環球基因技術有限公司, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
“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 PRC
“Issuance Mandate”	a general mandate proposed to be granted to the Directors to allot, issue or deal with additional Shares and/or to sell or transfer Treasury Shares (if any) of not exceeding 20% of the total number of issued shares of the Company (excluding Treasury Shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 5 of the notice of the Annual General Meeting
“Latest Practicable Date”	Tuesday, April 21, 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular

DEFINITIONS

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange as amended from time to time
“Post-IPO RSU Scheme”	the post-IPO restricted share unit scheme adopted by the Company on June 22, 2021
“PRC” or “China”	the People’s Republic of China
“Share(s)”	ordinary shares of par value of US\$0.00025 each in the issued capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company
“Share Repurchase Mandate”	a general mandate proposed to be granted to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued shares of the Company (excluding Treasury Shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 4 of the notice of the Annual General Meeting
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs approved by the Securities and Futures Commission as amended from time to time
“Treasury Shares”	has the meaning ascribed to it under the Listing Rules
“%”	per cent

LETTER FROM THE BOARD



Kindstar Globalgene Technology, Inc.

康聖環球基因技術有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9960)

Executive Directors:

Dr. Huang Shiang
Mr. Tu Zanbing
Ms. Chai Haijie

Non-executive Directors:

Mr. Huang Zuie-Chin
Mr. Peng Wei
Ms. Huang Lu
Dr. David Guowei Wang

Independent Non-executive Directors:

Dr. Yao Shanglong
Dr. Xia Xiping
Mr. Gu Huaming
Dr. Gang Wang

Registered Office:

P.O. Box 472, 2nd Floor
Harbour Place, 103 South Church Street
George Town, Grand Cayman KY1-1106
Cayman Islands

*Headquarters and Principal Place of
Business in the PRC:*

Biolake D2-1, 666 Gaoxin Road
East Lake High Tech Zone
Wuhan, Hubei
PRC

*Principal Place of Business in
Hong Kong:*

Room 1920, 19/F
Lee Garden One
33 Hysan Avenue
Causeway Bay, Hong Kong

April 24, 2026

To the Shareholders

Dear Sir/Madam,

**PROPOSED RE-ELECTION OF DIRECTORS
PROPOSED RE-APPOINTMENT OF AUDITOR
PROPOSED GRANTING OF GENERAL MANDATES TO
REPURCHASE SHARES AND TO ISSUE SHARES AND
SELL TREASURY SHARES
PROPOSED PAYMENT OF FINAL DIVIDEND
PROPOSED ADOPTION OF THE TWELFTH AMENDED AND RESTATED
MEMORANDUM AND ARTICLES OF ASSOCIATION
AND
NOTICE OF 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 Annual General Meeting to be held on Friday, June 5, 2026.

LETTER FROM THE BOARD

2. PROPOSED RE-ELECTION OF DIRECTORS

In accordance with Article 16.19 of the Articles of Association, the number of Directors retiring by rotation at each annual general meeting shall not be less than one-third of the Directors for the time being, and any retiring Director shall be eligible for re-election at the same annual general meeting. Accordingly, Mr. Tu Zanbing, Mr. Huang Zuie-Chin and Ms. Huang Lu, as executive Director/non-executive Directors (as the case may be) shall retire at the Annual General Meeting. All of the above Directors, being eligible, will offer themselves for re-election at the Annual General Meeting.

In addition, in accordance with Article 16.2 of the Articles of Association, Dr. David Guowei Wang and Dr. Gang Wang, who were appointed by the Board on March 27, 2026 as additions to the then existing Board, will retire and, being eligible, offer themselves for re-election at the Annual General Meeting.

Biography details of the Directors to be re-elected at the Annual General Meeting that are required to be disclosed under the Listing Rules are set out in Appendix I to this circular.

The nomination committee of the Company (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 of the retiring independent non-executive Directors with reference to the nomination principles and criteria set out in the Company’s Board Diversity Policy and the Company’s corporate strategy, and the independence of all independent non-executive Directors. The Nomination Committee has recommended to the Board on re-election of all the retiring independent non-executive Directors who are due to retire at the Annual General Meeting.

The Company considers that Mr. Tu Zanbing, Mr. Huang Zuie-Chin, Ms. Huang Lu, Dr. David Guowei Wang and Dr. Gang Wang will continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning and diversity.

3. PROPOSED RE-APPOINTMENT OF AUDITOR

The Board has recommended to re-appoint Ernst & Young as the auditor of the Company. The estimated audit fee shall be HK\$2.5 million, which was estimated based on complexity and business plan of the Group, the expected audit scope, audit timetable and auditor’s resources required.

4. PROPOSED GRANTING OF GENERAL MANDATE TO REPURCHASE SHARES

At the annual general meeting of the Company held on June 5, 2025, a general mandate was granted to the Directors to repurchase Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. As at the Latest Practicable Date, the issued share capital of the Company comprised 1,041,309,964 Shares (including 7,064,000 Treasury Shares). In order to give the Company the flexibility to repurchase Shares if and when appropriate, an ordinary

LETTER FROM THE BOARD

resolution will be proposed at the Annual General Meeting to approve the granting of the Share Repurchase Mandate to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued Shares of the Company (excluding Treasury Shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 4 of the notice of the Annual General Meeting (i.e. a total of 103,424,596 Shares on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting).

An explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the granting of the Share Repurchase Mandate is set out in Appendix II to this circular.

5. PROPOSED GRANTING OF GENERAL MANDATE TO ISSUE SHARES AND SELL TREASURY SHARES

At the annual general meeting of the Company held on June 5, 2025, a general mandate was granted to the Directors to issue Shares and sell Treasury Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. As at the Latest Practicable Date, the issued share capital of the Company comprised 1,041,309,964 Shares (including 7,064,000 Treasury Shares). In order to give the Company the flexibility to issue Shares and/or to sell or transfer Treasury Shares (if any) if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Issuance Mandate to the Directors to allot, issue or deal with additional Shares and/or to sell or transfer Treasury Shares (if any) of not exceeding 20% of the total number of issued Shares of the Company (excluding Treasury Shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 5 of the notice of the Annual General Meeting (i.e. a total of 206,849,192 Shares on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting). An ordinary resolution to extend the Issuance Mandate by adding the number of Shares repurchased by the Company pursuant to the Share Repurchase Mandate will also be proposed at the Annual General Meeting.

6. PROPOSED PAYMENT OF FINAL DIVIDEND

At the Board meeting held on March 27, 2026, the Board recommended the payment of a final dividend of HK\$0.095 per Share for the year ended December 31, 2025. The actual total amount of final dividend to be distributed will be determined based on the total issued share capital of the Company as at the Record Date (as defined below) for determining the eligibility of Shareholders to receive the final dividend. The proposed final dividend will be payable to the Shareholders on or before Thursday, August 27, 2026, whose names appear on the register of members of the Company on Monday, June 15, 2026 (the “**Record Date**”). The recommendation of payment of the final dividend is subject to the Shareholders’ approval at the Annual General Meeting.

LETTER FROM THE BOARD

7. PROPOSED ADOPTION OF THE TWELFTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board proposes to seek the approval of the Shareholders by way of special resolution at the Annual General Meeting to make certain amendments (the “**Proposed Amendments**”) to the Existing Memorandum and Articles of Association and to adopt the Twelfth Amended and Restated Memorandum and Articles of Association (to replace and exclude the Existing Memorandum and Articles of Association in its entirety) for the purpose of, among others, (i) bring the Existing Memorandum and Articles of Association in line with the latest regulatory requirements, including the relevant requirements of the Listing Rules in relation to the implementation of the treasury share regime and the further expansion of the Paperless Listing Regime; and (ii) incorporating certain housekeeping changes.

Details of the Proposed Amendments are set out in Appendix III to this circular. The Twelfth Amended and Restated Memorandum and Articles of Association shall become effective upon the passing of such special resolution by the Shareholders at the Annual General Meeting.

The legal advisers to the Company as to Hong Kong laws and Cayman Islands laws have respectively confirmed that the Proposed Amendments conform with the applicable requirements of the Listing Rules and the applicable laws of the Cayman Islands.

Shareholders are advised that the memorandum and articles of association of the Company are available only in English, and the Chinese translation of the Proposed Amendments provided in Appendix III to this circular in Chinese is for reference only. In case of any inconsistency, the English version shall prevail.

8. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages 38 to 43 of this circular.

Pursuant to the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll, save that the chairman of the meeting may, pursuant to the Listing Rules, allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll results will be published by the Company after the Annual General Meeting in the manner prescribed under the Listing Rules.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company (<http://www.kindstar.com.cn>). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority 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 or via the Vistra eVoting Portal as soon

LETTER FROM THE BOARD

as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 10 a.m. on Wednesday, June 3, 2026) or the adjourned meeting (as the case may be). Completion and delivery of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish and, in such event the proxy form should be deemed to be revoked. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on any resolution to be proposed at the Annual General Meeting.

The trustee (the “**Trustee**”) of the Post-IPO RSU Scheme of the Company shall abstain from voting all unvested Shares held by it under the Post-IPO RSU Scheme on any matter that require Shareholders' approval under the Listing Rules unless otherwise required by law to vote in accordance with the beneficial owner's direction and such a direction is given. Therefore, the Trustee will abstain from voting on all resolutions to be proposed at the AGM.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on any resolution to be proposed at the Annual General Meeting.

9. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

10. RECOMMENDATION

The Directors consider that all resolutions are in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

Yours faithfully,
For and on behalf of the Board
Kindstar Globalgene Technology, Inc.
康聖環球基因技術有限公司
HUANG Shiang
Chairman

The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

(1) MR. TU ZANBING, EXECUTIVE DIRECTOR

Mr. Tu Zanbing (涂贊兵), aged 54, was appointed as our Director on December 4, 2020, and re-designated as our executive Director on February 8, 2021. Mr. Tu was also appointed as our Chief Operating Officer on February 8, 2021. Mr. Tu joined our Group in August 2003.

Mr. Tu worked as an engineer at the Fourth Railway Design Institute (鐵道第四設計院) from October 2000 to October 2001, and later as a vice director of operating department in the industrial development center from October 2001 to December 2002.

Mr. Tu has been the general manager of Wuhan Kindstar Medical Laboratory Co., Ltd. (武漢康聖達醫學檢驗所有限公司) since August 2003. He has also been the general manager of Sichuan Huaxi Kindstar Medical Laboratory Co., Ltd. (四川華西康聖達醫學檢驗有限公司) since December 2017. From April 2014 to August 2015, Mr. Tu served as the general manager of Shanghai SimpleGene Medical Laboratory Co., Ltd. (上海新培晶醫學檢驗所有限公司).

Mr. Tu currently serves in the following major subsidiaries and operating entities of our Group: He is the general manager and Director of Wuhan Kindstar Medical Laboratory Co., Ltd. (武漢康聖達醫學檢驗所有限公司), the Executive Director of Xinjiang Kindstar Medical Laboratory Co., Ltd. (新疆康聖達醫學檢驗所有限公司) (formerly known as “Xinjiang Kindstar Yijiali Medical Laboratory Co., Ltd. (新疆康聖達醫嘉利醫學檢驗所(有限公司))”), the general manager and Director of Sichuan Huaxi Kindstar Medical Laboratory Co., Ltd. (四川華西康聖達醫學檢驗有限公司), the general manager and Director of Shanghai Sino Path Medical Laboratory Co., Ltd (上海信諾佰世醫學檢驗有限公司), the general manager of Chengdu Wenjiang Kangshengyou Medical Internet Hospital Co., Ltd (成都溫江康聖友醫互聯網醫院有限公司), the Executive Director of Wuhan Human Cell Biotechnology Co., Ltd (武漢鴻蒙賽爾生物科技有限公司) and the Director of Wuhan Kindstar Kindan Medical Laboratory Co., Ltd. (武漢康聖金岸醫學檢驗有限公司).

Mr. Tu received his Bachelor’s degree in Automation and Master’s degree in Business Administration from Huazhong University of Science and Technology (華中科技大學) (formerly known as “Huazhong Institute of Technology (華中理工大學)”) in Wuhan, Hubei Province, the PRC, in April 1999 and December 2002, respectively.

Pursuant to a service contract, Mr. Tu has been appointed as an executive Director of the Company commencing from June 22, 2021 which may be terminated by either party giving at least three months’ written notice. Mr. Tu is subject to retirement by rotation and re-election at the annual general meeting at least once every three years in accordance with the Article of Association. Pursuant to the said service agreement, Mr. Tu is entitled to receive an annual

salary of RMB892,249. The emoluments of Mr. Tu are determined by the Board based on the recommendation from remuneration committee of the Company with reference to his performance, experience and responsibilities with the Company and prevailing market conditions.

As at the Latest Practicable Date, Mr. Tu had or was deemed to have interest in 64,361,864 Shares and underlying Shares pursuant to Part XV of the SFO.

Save as disclosed above, Mr. Tu (i) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, and (ii) does not hold any other positions in the Group nor any directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Save for the information disclosed above, there is no information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Mr. Tu that need to be brought to the attention of the Shareholders.

(2) MR. HUANG ZUIE-CHIN, NON-EXECUTIVE DIRECTOR

Mr. Huang Zuie-Chin (黃瑞璿), aged 60, was appointed as our Director on January 30, 2012 and re-designated as our non-executive Director on February 8, 2021.

Mr. Huang has over 35 years of biological executive and investment experience since graduation from Stanford University. In June 2011, he joined Kleiner Perkins Caufield & Byers China (凱鵬華盈中國基金) as a managing partner and focuses on the firm's life science practice. Mr. Huang is also the founding managing partner of Panacea Venture Healthcare Fund I, L.P., Panacea Venture Healthcare Fund II, L.P. and Panacea Venture Opportunity Fund I, L.P., which are venture capitals focusing on investments in innovative and transformative early and growth stage healthcare and life sciences companies worldwide.

Mr. Huang also concurrently holds the following positions outside our Group:

- a director of CASI Pharmaceuticals, Inc., a company whose shares are listed on NASDAQ Global Select Market (ticker symbol: CASI), from April 2013 to March 2023;
- the chairman of the board of Windtree Therapeutics, Inc., a company whose shares are listed on NASDAQ Global Select Market (ticker symbol: WINT), since January 2019 to April 2023;
- a director and the chairman of the board of Alaunos Therapeutics, a company whose shares are listed on NASDAQ Global Select Market (ticker symbol: TCRT) since July 2020 and January 2021 to September 22, 2023, respectively; and

- an executive director of Auto Italia Holdings Limited, a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 720), from July 2020 July 2023; and
- a director of Connect Biopharma Holdings Limited, a company whose shares are listed on NASDAQ Global Market (ticker symbol: CNTB) since February 12, 2024;
- a non-executive director of Lee's Pharmaceutical Holdings Limited (李氏大藥廠控股有限公司), a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 950) since July 2, 2024; and
- a director of Atara Biotherapeutics Inc., a company whose shares are listed on NASDAQ Global Select Market (ticker symbol: ATRA), since May 16, 2025.

Mr. Huang graduated from University of California, Berkeley in the United States with a bachelor of science degree in chemical engineering in May 1988. He obtained a master of business administration degree from the Stanford Graduate School of Business in the United States in June 1992.

Mr. Huang has entered into a service contract as a Non-Executive Director with the Company effective from June 22, 2021 which may be terminated by either party giving at least three months' written notice. Mr. Huang is subject to retirement by rotation and re-election at the annual general meeting at least once every three years in accordance with the Article of Association. Pursuant to the said service agreement, Mr. Huang is entitled to receive an annual salary of RMB nil. The emoluments of Mr. Huang are determined by the Board based on the recommendation from remuneration committee of the Company with reference to his performance, experience and responsibilities with the Company and prevailing market conditions.

As at the Latest Practicable Date, Mr. Huang had or was deemed to have interest in 73,119,632 Shares and underlying Shares pursuant to Part XV of the SFO.

Save as disclosed above, Mr. Huang (i) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, and (ii) does not hold any other positions in the Group nor any directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Save for the information disclosed above, there is no information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Mr. Huang that need to be brought to the attention of the Shareholders.

(3) MS. HUANG LU, NON-EXECUTIVE DIRECTOR

Ms. Huang Lu (黃璐), aged 52, was appointed as our Director on September 9, 2020 and re-designated as our non-executive Director on February 8, 2021.

Ms. Huang worked as a resident doctor at Shanghai Second Medical University School of Clinical Medicine (上海第二醫科大學市六臨床醫學院) (currently known as “Clinical Medical School of the Sixth People’s Hospital affiliated to Shanghai Jiao Tong University (上海交通大學六院臨床醫學院)”) after graduation from Shanghai Second Medical University (上海第二醫科大學) (currently known as “Shanghai Jiaotong University School of Medicine (上海交通大學醫學院)”). Ms. Huang worked as a member of the Marketing Department at Continuum Health Partners. Ms. Huang worked as Investment Director from October 2003 to July 2016 in Morningside IT Management Services (Shanghai) Co. Ltd. (晨興信息科技諮詢(上海)有限公司), and has been worked as Managing Director since August 2016 in HCA (Shanghai) Consulting Co Ltd (卓聲諮詢(上海)有限公司).

Ms. Huang has been a non-executive director of Stealth BioTherapeutics Corp, a company listed on the NASDAQ (stock symbol: MITO) from June 2018 to December 2020. Ms. Huang has been appointed as a non-executive director of Lumira Dx Ltd, a company listed on the NASDAQ (stock symbol: LMDX), since October 2018 to November 2023.

Ms. Huang received her Bachelor’s degree in Clinical Medicine from Shanghai Second Medical University (上海第二醫科大學) (currently known as “Shanghai Jiaotong University School of Medicine (上海交通大學醫學院)”) in Shanghai, the PRC, in July 1997, and received her Master of Business Administration from St. John’s University, New York, the United States, in September 2002.

Ms. Huang has entered into a service contract as a Non-Executive Director with the Company effective from June 22, 2021 which may be terminated by either party giving at least three months’ written notice. Ms. Huang is subject to retirement by rotation and re-election at the annual general meeting at least once every three years in accordance with the Article of Association. Pursuant to the said service agreement, Ms. Huang is entitled to receive an annual salary of RMB120,000. The emoluments of Ms. Huang are determined by the Board based on the recommendation from remuneration committee of the Company with reference to his performance, experience and responsibilities with the Company and prevailing market conditions.

As at the Latest Practicable Date, Ms. Huang did not have any interests or short positions in the Shares, underlying Shares and debentures (as defined under Part XV of the SFO) of the Company or any of its associated corporations pursuant to Part XV of the SFO.

Save as disclosed above, Ms. Huang (i) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, and (ii) does not hold any other positions in the Group nor any directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Save for the information disclosed above, there is no information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Ms. Huang that need to be brought to the attention of the Shareholders.

(4) DR. DAVID GUOWEI WANG, NON-EXECUTIVE DIRECTOR

Dr. David Guowei Wang (王國璋博士), aged 64, has over 20 years of experience in the medical industry. Dr. David Guowei Wang is a partner and senior managing director of Asia at OrbiMed Advisors LLC, an investment firm, where he has served in various roles of increasing responsibility since August 2011. From April 2006 to July 2011, he served as managing director at WI Harper Group.

Dr. David Guowei Wang has served as a director of Sichuan Biokin Pharmaceutical Co., Ltd (四川百利天恒藥業股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 688506) since September 2017. He has also been a non-executive director of Edding Genor Group Holdings Limited (億騰嘉和醫藥集團有限公司) (a company listed on the Stock Exchange, stock code: 6998) since December 2025; a non-executive director of Laekna, Inc. (來凱醫藥有限公司) (a company listed on the Stock Exchange, stock code: 2105) since May 2022; a non-executive director of Gaush Meditech Ltd (高視醫療科技有限公司) (a company listed on the Stock Exchange, stock code: 2407) since December 2017; and a non-executive director of AK Medical Holdings Limited (愛康醫療控股有限公司) (a company listed on the Stock Exchange, stock code: 1789) since February 2016.

Prior to the above, Dr. David Guowei Wang was a director of Gracell Biotechnologies Inc. (a company previously listed on the NASDAQ Global Market, ticker symbol before delisting: GRCL) from March 2020 to February 2024 and a director of Sinovac Biotech Ltd. (科興控股生物技術有限公司) (a company listed on the NASDAQ, ticker symbol: SVA) from January 2025 to June 2025.

Dr. David Guowei Wang received his bachelor's degree in basic medical sciences from Beijing Medical University (北京醫科大學) (currently known as Peking University Health Science Center (北京大學醫學部)) in the PRC in July 1986. He received his Doctor of Philosophy degree in developmental biology from California Institute of Technology in the United States in June 1995.

Pursuant to a service contract, Dr. David Guowei Wang has been appointed as a non-executive Director of the Company commencing from March 27, 2026 which may be terminated by either party giving at least three months' written notice. Dr. David Guowei Wang is subject to retirement by rotation and re-election at the annual general meeting at least once every three years in accordance with the Article of Association. Pursuant to the said service agreement, Dr. David Guowei Wang is entitled to receive an annual salary of RMB120,000, Dr. David Guowei Wang has informed the Company that he has waived such annual salary. The emoluments of Dr. David Guowei Wang are determined by the Board based on the recommendation from remuneration committee of the Company with reference to his performance, experience and responsibilities with the Company and prevailing market conditions.

As at the Latest Practicable Date, Dr. David Guowei Wang did not have any interests or short positions in the Shares, underlying Shares and debentures (as defined under Part XV of the SFO) of the Company or any of its associated corporations pursuant to Part XV of the SFO.

Save as disclosed above, Dr. David Guowei Wang (i) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, and (ii) does not hold any other positions in the Group nor any directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Save for the information disclosed above, there is no information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Dr. David Guowei Wang that need to be brought to the attention of the Shareholders.

(5) DR. GANG WANG, INDEPENDENT NON-EXECUTIVE DIRECTOR

Dr. Gang Wang (王鋼博士), MD, PhD, aged 67, has over 35 years of experience in biomedical science research and drug development. Dr. Gang WANG is a professor (tenured) and the director of Electrophysiological Core in Weill Cornell Medicine of Cornell University.

Dr. Gang Wang received Bachelor of Medicine in 1982 and PhD in Pharmacology in 1987 from Tongji Medical University. Dr. Gang Wang passed USMLE Board Exams certifying for medical practice in the US in 1996. Dr. Gang Wang also received many international recognitions, honors and awards including First Award for Young Scientists by Chinese Society of Pharmacology in 1986, Top Award of Scientific Research in Hubei Province in 1996, and Mentorship of Siemens Science Foundation in 2010. Dr. Gang Wang was listed in Marquis "Who is Who in the World of Health and Medicine". Dr. Gang Wang has secured substantial research funding from private and public sources, and published 90 peer-reviewed academic papers over last 35 years.

Pursuant to a service contract, Dr. Gang Wang has been appointed as an independent non-executive Director of the Company commencing from March 27, 2026 which may be terminated by either party giving at least three months' written notice. Dr. Gang Wang is subject to retirement by rotation and re-election at the annual general meeting at least once every three years in accordance with the Article of Association. Pursuant to the said service agreement, Dr. Gang Wang is entitled to receive an annual salary of RMB120,000. The emoluments of Dr. Gang Wang are determined by the Board based on the recommendation from remuneration committee of the Company with reference to his performance, experience and responsibilities with the Company and prevailing market conditions.

As at the Latest Practicable Date, Dr. Gang Wang did not have any interests or short positions in the Shares, underlying Shares and debentures (as defined under Part XV of the SFO) of the Company or any of its associated corporations pursuant to Part XV of the SFO.

Save as disclosed above, Dr. Gang Wang (i) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, and (ii) does not hold any other positions in the Group nor any directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

As at the Latest Practicable Date, Dr. Gang Wang has confirmed that: (i) he meets the independence requirements in relation to each of the factors set out in Rules 3.13(1) to (8) of the Listing Rules; (ii) he has no past or present financial or other interests in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save for the information disclosed above, there is no information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Dr. Gang Wang that need to be brought to the attention of the Shareholders.

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The following is an explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the Annual General Meeting in relation to the granting of the Share Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 1,041,309,964 Shares (including 7,064,000 Treasury Shares).

Subject to the passing of the ordinary resolution set out in item 4 of the notice of the Annual General Meeting in respect of the granting of the Share Repurchase Mandate and on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting, i.e. being 1,041,309,964 Shares (including 7,064,000 Treasury Shares), the Directors would be authorized under the Share Repurchase Mandate to repurchase, during the period in which the Share Repurchase Mandate remains in force, a total of 103,424,596 Shares, representing 10% of the total number of Shares in issue (excluding Treasury Shares) as at the date of the Annual General Meeting.

2. REASONS FOR SHARE REPURCHASE

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

Shares repurchase 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 and will only be made when the Directors believe that such a repurchase will benefit the Company and the Shareholders.

Subject to the compliance with the Listing Rules and all applicable laws and regulations, the Company may cancel any shares it repurchased and/or hold such shares as Treasury Shares for subsequent sale or transfer subject to consideration of factors including market conditions and the Group's capital management needs at the relevant time of the repurchases.

3. FUNDING OF SHARE REPURCHASE

The company may only utilize the funds which are legally available for share repurchase in accordance with its Articles of Association, the laws of the Cayman Islands and/or any other applicable laws, as the case may be.

4. IMPACT OF SHARE REPURCHASE

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 Share 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 Share Repurchase Mandate to such 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 appropriate for the Company.

5. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which Shares have traded on the Stock Exchange in each of the twelve months preceding and up to and including the Latest Practicable Date were as follows:

Month	Highest HK\$	Lowest HK\$
April 2025	1.40	1.12
May 2025	1.39	1.22
June 2025	1.50	1.20
July 2025	1.60	1.32
August 2025	1.75	1.41
September 2025	1.53	1.42
October 2025	1.56	1.27
November 2025	1.32	1.23
December 2025	1.26	1.08
January 2026	1.24	1.10
February 2026	1.30	1.03
March 2026	1.22	1.05
April 2026 (<i>up to the Latest Practicable Date</i>)	1.24	1.11

6. GENERAL

To the best of their knowledge and having made all reasonable enquiries, none of the Directors nor 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 Share 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 Share Repurchase Mandate is approved by the Shareholders.

For the Treasury Shares deposited with CCASS pending resale on the Stock Exchange, the Company has 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. The Company has implemented the following measures: (i) the Company would procure its broker not to give any instructions to Hong Kong Securities Clearing Company Limited (HKSCC) to vote at general meetings for the Treasury Shares deposited with CCASS; and (ii) in the case of dividends or distributions, the Company would withdraw the Treasury Shares from CCASS, and either re-register them in the Company's own name as Treasury Shares or cancel them, in each case before the record date for the dividends or distributions or take any other measures to ensure that it will not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as Treasury Shares.

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

In addition, the Company has confirmed that neither the explanatory statement nor the proposed share repurchase has any unusual features.

7. TAKEOVERS CODE

If as a result of a repurchase of Shares pursuant to the Share Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

To the best knowledge of the Company, the Directors are not aware of any consequences which would arise under the Takeovers Code as a result of an exercise of the proposed Share Repurchase Mandate. The Directors have no present intention to exercise the Share 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 Listing Rules.

8. SHARE REPURCHASE MADE BY THE COMPANY

During the six months prior to the Latest Practicable Date, the Company did not repurchase any Shares on the Stock Exchange.

APPENDIX III	PARTICULARS OF THE PROPOSED AMENDMENTS TO THE EXISTING MEMORANDUM AND ARTICLES OF ASSOCIATION
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Particulars of the Proposed Amendments are set out as follows:

MEMORANDUM OF ASSOCIATION	
Existing Memorandum of Association	Proposed amendments to the Memorandum of Association
Registered Office: c/o International Corporation Services Ltd. P.O. Box 472 2nd Floor, Harbour Place 103 South Church Street George Town Grand Cayman KY1-1106 Cayman Islands	Registered Office: c/o International Corporation Services Ltd. P.O. Box 472 2nd Floor, North Wing, Harbour Place 103 South Church Street George Town Grand Cayman KY1-1106 Cayman Islands
THE COMPANIES ACT (REVISED) OF THE CAYMAN ISLANDS COMPANY LIMITED BY SHARES ELEVENTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION	THE COMPANIES ACT (REVISED) OF THE CAYMAN ISLANDS COMPANY LIMITED BY SHARES ELEVENTH TWELFTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION
2 The registered office of the Company shall be at the offices of International Corporation Services Ltd., P.O. Box 472, Harbour Place, 2nd floor, 103 South Church Street, George Town, Grand Cayman KY1-1106, Cayman Islands, or at such other place as the Directors may from time to time decide.	2 The registered office of the Company shall be at the offices of International Corporation Services Ltd., P.O. Box 472, Harbour Place, 2nd floor, North Wing, 103 South Church Street, George Town, Grand Cayman KY1-1106, Cayman Islands, or at such other place as the Directors may from time to time decide.
ARTICLES OF ASSOCIATION	
Existing Articles of Association	Proposed amendments to the Articles of Association
THE COMPANIES ACT (REVISED) OF THE CAYMAN ISLANDS COMPANY LIMITED BY SHARES ELEVENTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION	THE COMPANIES ACT (REVISED) OF THE CAYMAN ISLANDS COMPANY LIMITED BY SHARES TWELFTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION
INTERPRETATION	

	<u>“Communication Facilities”</u> <u>means technology (including without limitation video, video-conferencing, internet or online conferencing applications, telephone or teleconferencing and/or any other video-communications, internet or online conferencing application, or telecommunications facilities, online platform(s), website addresses, webinars, webcast, or any form of conference call systems (telephone, video, web or otherwise)) by means of which all persons participating in a meeting are capable of participating;</u>
	<u>“hybrid meeting”</u> <u>means a general meeting convened for the (i) physical attendance and participation by members, proxies, and/or Directors at the place of the meeting and (ii) virtual attendance and participation by members, proxies and/or Directors by means of Communication Facilities.</u>
	<u>“present”</u> <u>means in respect of any person, such person’s presence at a general meeting of members (or any meeting of the holders of any Class of Shares), which may be satisfied by means of such person or, if a corporation or other non-natural person, its duly authorized representative (or, in the case of any member, a proxy which has been validly appointed by such member in accordance with these Articles), being: (a) physically present at the venue specified in the notice convening the meeting; or (b) in the case of any meeting at which Communication Facilities are permitted in accordance with these Articles, including any hybrid meeting, connected by means of the use of such Communication Facilities in accordance with procedures specified in the notice convening such general meeting; and “presence” shall be construed accordingly;</u>
	<u>“treasury shares”</u> <u>shall have the meaning given to it in the Listing Rules.</u>

	<u>2.7</u> <u>References to the right of a member to speak at a hybrid meeting shall include the right to raise questions or make statement to the Chairman, verbally or in written form, by means of Communication Facilities. Such a right shall be deemed to have been duly exercised if the questions or statement may be heard or seen by all or only some of the persons present at the meeting (or only by the Chairman) in which event the Chairman shall relay the questions raised or the statements made verbatim to all persons present at the meeting, either orally or in writing using Communication Facilities;</u>
	<u>2.8</u> <u>references to a meeting shall mean a meeting convened, held and conducted in any manner permitted by these Articles (including by a hybrid meeting), and any members, proxies and/or Directors (including, without limitation, the Chairman) attending and participating by means of Communication Facilities shall be deemed to be present at that meeting for all purposes of the applicable laws, rules and regulations and these Articles, and attend, participate, attending, participating, attendance and participation shall be construed accordingly; and</u>
	<u>2.9</u> <u>references to a person's participation in the business of a general meeting include without limitation and as relevant the right (including, in the case of a corporation, through a duly authorised representative) to speak or communicate, vote, be represented by a proxy and have access in hard copy or electronic form to all documents which are required by the applicable laws, rules and regulations or these Articles to be made available at the meeting, and participating in the business of a general meeting shall be construed accordingly.</u>
	<u>2.10</u> <u>references to the proceedings at a general meeting shall be construed to include at a hybrid meeting (where applicable).</u>

SHARE CAPITAL AND MODIFICATION OF RIGHTS	
	<u>3.17</u> (1) Shares that the Company purchases, redeems or acquires by way of surrender in accordance with the Companies Act shall be held as treasury shares and not treated as cancelled if: (a) the Board so determines prior to the purchase, redemption or surrender of those shares; and (b) the relevant provisions of the Articles and the Companies Act are otherwise complied with. (2) In the event that the Directors do not specify that such shares are to be held as treasury shares, such shares shall be cancelled.
	<u>3.18</u> No dividend may be declared or paid, and no other distribution (whether in cash or otherwise) of the Company's assets (including any distribution of assets to members on a winding up) may be made to the Company in respect of a treasury share.
	<u>3.19</u> The Company shall be entered in the register as the holder of the treasury shares. However: (a) the Company shall not be treated as a member for any purpose and shall not exercise any right in respect of the treasury shares, and any purported exercise of such a right shall be void; and (b) a treasury share shall not be voted, directly or indirectly, at any meeting of the Company and shall not be counted in determining the total number of issued shares at any given time, whether for the purposes of these Articles or the Companies Act.

	<u>3.20</u> Nothing in the preceding Articles prevents an allotment of shares as fully paid bonus shares in respect of a treasury share and shares allotted as fully paid bonus shares in respect of a treasury share shall be treated as treasury shares.
	<u>3.21</u> Treasury shares may be disposed of by the Company on such terms and conditions as determined by the Board subject to these Articles, the Companies Act and the Listing Rules.
GENERAL MEETINGS	
12.1 The Company shall hold a general meeting in each financial year as its annual general meeting within six months after the end of its financial year in addition to any other meeting in that year and shall specify the meeting as such in the notices calling it. So long as the first annual general meeting of the Company is held within 18 months of its incorporation, it need not be held in the year of its incorporation or in the following years. The annual general meeting shall be held at such time and place as the Board shall appoint. The annual general meeting shall be held in Hong Kong or such other territory where any of the securities of the Company is listed on the Stock Exchange or elsewhere as may be determined by the Board and at such time and place as the Board shall appoint. A meeting of the members or any class thereof may be held by means of such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and participation in such a meeting shall constitute presence at such meetings.	12.1 The Company shall hold a general meeting in each financial year as its annual general meeting within six months after the end of its financial year in addition to any other meeting in that year and shall specify the meeting as such in the notices calling it. So long as the first annual general meeting of the Company is held within 18 months of its incorporation, it need not be held in the year of its incorporation or in the following years. The annual general meeting shall be held at such time and place <u>(or as a hybrid meeting)</u> as the Board shall appoint. The annual general meeting shall be held in Hong Kong or such other territory where any of the securities of the Company is listed on the Stock Exchange or elsewhere as may be determined by the Board and at such time and place as the Board shall appoint. A meeting of the members or any class thereof may be held by means of such telephone, electronic or other communication <u>facilities</u> Communication Facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and participation in such a meeting shall constitute presence at such meetings.

12.2 All general meetings other than annual general meetings shall be called extraordinary general meetings.	12.2 All general meetings other than annual general meetings shall be called extraordinary general meetings. <u>All general meetings (including an annual general meeting, any adjourned meeting or postponed meeting) may be held as a physical meeting in any part of the world and at one or more locations, as a hybrid meeting or as an electronic meeting, as may be determined by the Board in its absolute discretion.</u>
12.4 An annual general meeting shall be called by not less than 21 days' notice in writing and any extraordinary general meeting shall be called by not less than 14 days' notice in writing. Subject to the requirement under the Listing Rules, the notice shall be inclusive of the day on which it is served or deemed to be served and of the day for which it is given, and shall specify the time, place, and agenda of the meeting, particulars of the resolutions to be considered at the meeting and in the case of special business (as defined in Article 13.1) the general nature of that business. The notice convening an annual general meeting shall specify the meeting as such, and the notice convening a meeting to pass a Special Resolutions shall specify the intention to propose the resolution as a Special Resolutions. Notice of every general meeting shall be given to the Auditors and to all members other than such as, under the provisions hereof or the terms of issue of the shares they hold, are not entitled to receive such notice from the Company.	12.4 An annual general meeting shall be called by not less than 21 days' notice in writing and any extraordinary general meeting shall be called by not less than 14 days' notice in writing. Subject to the requirement under the Listing Rules, the notice shall be inclusive of the day on which it is served or deemed to be served and of the day for which it is given, and shall specify the time, place, and agenda of the meeting, particulars of the resolutions to be considered at the meeting and in the case of special business (as defined in Article 13.1) the general nature of that business. The notice convening an annual general meeting shall specify the meeting as such, and the notice convening a meeting to pass a Special Resolutions shall specify the intention to propose the resolution as a Special Resolutions. Notice of every general meeting shall be given to the Auditors and to all members other than such as, under the provisions hereof or the terms of issue of the shares they hold, are not entitled to receive such notice from the Company. <u>If the general meeting is to be a hybrid meeting, the notice shall include a statement to that effect and with details of the Communication Facilities for attendance and participation by electronic means at the meeting or where such details will be made available by the Company prior to the meeting.</u>

PROCEEDINGS AT GENERAL MEETINGS	
	13.3A <u>If the Directors wish to make this facility available for a specific general meeting or all general meetings of the Company, presence at the relevant general meeting of the Company may be by means of Communication Facilities. Without limiting the generality of the foregoing, the Directors may determine that any general meeting may be held as a hybrid meeting. The notice of any general meeting at which Communication Facilities may be utilized (including any hybrid meeting) must disclose the Communication Facilities that will be used, including the procedures to be followed by any Shareholder or other participant of the meeting who wishes to utilize such Communication Facilities for the purposes of attending and participating in such meeting, including attending and casting any vote thereat.</u>
13.4 The Chairman shall take the chair at every general meeting, or, if there be no such Chairman or, if at any general meeting such Chairman shall not be present within 15 minutes after the time appointed for holding such meeting or is unwilling to act, the Directors present shall choose another Director as Chairman, and if no Director be present, or if all the Directors present decline to take the chair, or if the Chairman chosen shall retire from the chair, then the members present (whether in person or represented by proxy or duly authorised representative) shall choose one of their own number to be Chairman.	13.4 The Chairman shall take the chair at every general meeting <u>(including at any hybrid meeting by means of Communication Facilities)</u>, or, if there be no such Chairman or, if at any general meeting such Chairman shall not be present within 15 minutes after the time appointed for holding such meeting or is unwilling to act, the Directors present shall choose another Director as Chairman, and if no Director be present, or if all the Directors present decline to take the chair, or if the Chairman chosen shall retire from the chair, then the members present (whether in person or represented by proxy or duly authorised representative) shall choose one of their own number to be Chairman.

	<u>13.4A</u> <u>The Chairman (be it a physical meeting, a hybrid meeting or an electronic meeting) may attend, preside as chair at, and conduct proceedings of, such meeting by means of Communication Facilities. If the Chairman held in any form is participating in the general meeting using Communication Facilities or facilities which is hereby permitted and becomes unable to participate in the general meeting using such Communication Facilities or facilities, another person (determined in accordance with Article 13.4 above) shall preside as Chairman unless and until the original Chairman is able to participate in the general meeting using the Communication Facilities or facilities.</u>
	<u>13.5A</u> <u>The Board and, at any general meeting, the Chairman may from time to time make arrangements for managing attendance and/or participation and/or voting at the place of the meeting and/or participation in a hybrid meeting by means of Communication Facilities (whether involving the issue of tickets or some other means of identification, passcode, seat reservation, electronic voting or otherwise) as it shall in its absolute discretion consider appropriate, and may from time to time change any such arrangements.</u>
	<u>13.5B</u> <u>If it appears to the Chairman that:</u> <u>13.5B.1</u> <u>the Communication Facilities have become inadequate or are otherwise not sufficient to allow the meeting to be conducted substantially in accordance with the provisions set out in the notice of the meeting;</u> <u>13.5B.2</u> <u>the Communication Facilities being made available by the Company have become inadequate;</u>

	<u>13.5B.3 it is not possible to ascertain the view of those present or to give all persons entitled to do so a reasonably opportunity to communicate and/or vote at the meeting; or the Communication Facilities have become inadequate or are otherwise not sufficient to allow the meeting to be conducted substantially in accordance with the provisions set out in the notice of the meeting; or</u> <u>13.5B.4 there is violence or the threat of violence, unruly behaviour or other disruption occurring at the meeting or it is not possible to secure the proper and orderly conduct of the meeting;</u> <u>then, without prejudice to any other power which the Chairman may have under these Articles or at common law, the Chairman may, at his/her absolute discretion, without the consent of the meeting, and before or after the meeting has started and irrespective of whether a quorum is present, interrupt or adjourn the meeting (including adjournment for indefinite period). All business conducted at the meeting up to the time of such adjournment shall be valid.</u>
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	<u>13.5C</u> If, after the sending of notice of a general meeting but before the meeting is held, or after the adjournment of a meeting but before the adjourned meeting is held (whether or not notice of the adjourned meeting is required), the Directors, in their absolute discretion, consider that it is inappropriate, impracticable, unreasonable or undesirable for any reason to hold the general meeting on the date or at the time or place or by means of Communication Facilities specified in the notice calling the meeting, they may change or postpone the meeting to another date, time and/or place and/or change the Communication Facilities and/or change the form of the meeting (a physical meeting or a hybrid meeting) without approval from the members. Without prejudice to the generality of the foregoing, the Directors shall have the power to provide in every notice calling a general meeting the circumstances in which a postponement of the relevant general meeting may occur automatically without further notice, including without limitation where a number 8 or higher typhoon signal, black rainstorm warning or other similar event is in force at any time on the day of the meeting. This Article shall be subject to the following: <u>13.5C.1</u> when a meeting is so postponed, the Company shall endeavour to post a notice of such postponement on the Company's website as soon as practicable (provided that failure to post such a notice shall not affect the automatic postponement of a meeting); <u>13.5C.2</u> when only the form of the meeting or electronic facilities specified in the notice are changed, the Board shall notify the members of details of such change in such manner as the Board may determine;
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	<u>13.5C.3</u> when a meeting is postponed or changed in accordance with this Article, subject to and without prejudice to Article 77B, unless already specified in the original notice of the meeting, the Board shall fix the date, time, place (if applicable) and Communication Facilities (if applicable) for the postponed or changed meeting and shall notify the members of such details in such manner as the Board may determine; further all proxy forms shall be valid (unless revoked or replaced by a new proxy) if they are received as required by these Articles not less than 48 hours before the time of the postponed meeting; and <u>13.5C.4</u> Notice of the business to be transacted at the postponed or changed meeting shall not be required, nor shall any accompanying documents be required to be recirculated, provided that the business to be transacted at the postponed or changed meeting is the same as that set out in the original notice of general meeting circulated to the members.
	<u>13.5D.</u> All persons seeking to attend and participate in a hybrid meeting shall be responsible for maintaining adequate facilities to enable them to do so. Subject to Article 77B, any inability of a person or persons to attend or participate in a general meeting by way of Communication Facilities shall not invalidate the proceedings of and/or resolutions passed at that meeting.
	<u>13.5E.</u> The Directors may cancel or postpone any duly convened general meeting at any time prior to such meeting, except for general meetings requisitioned by the members in accordance with these Articles, for any reason or for no reason, upon notice in writing to members. Where any general meeting is postponed in accordance with this Article, the Board shall fix the date, time and place for the reconvened meeting (or where such meeting shall be held as a hybrid meeting, details of the Communication Facilities that will be used).

13.6 At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless voting by way of a poll is required by the Listing Rules or (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) a poll is demanded: (a) by the chairman of such meeting; or (b) by at least three members present in person or in the case of a member being a corporation by its duly authorised representative or by proxy for the time being entitled to vote at the meeting; or (c) by a member or members present in person or in the case of a member being a corporation by its duly authorised representative or by proxy and representing not less than one-tenth of the total voting rights of all members having the right to vote at the meeting; or (d) by a member or members present in person or in the case of a member being a corporation by its duly authorised representative or by proxy and holding shares in the Company conferring a right to vote at the meeting being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all shares conferring that right; or (e) if required by the Listing Rules, by any Director or Directors who, individually or collectively, hold proxies in respect of shares representing five per cent. or more of the total voting rights at such meeting. A demand by a person as proxy for a member or in the case of a member being a corporation by its duly authorised representative shall be deemed to be the same as a demand by a member.	13.6 At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless voting by way of a poll is required by the Listing Rules or (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) a poll is demanded: (a) by the chairman of such meeting; or (b) by at least three members present in person or in the case of a member being a corporation by its duly authorised representative or by proxy for the time being entitled to vote at the meeting; or (c) by a member or members present in person or in the case of a member being a corporation by its duly authorised representative or by proxy and representing not less than one-tenth of the total voting rights of all members having the right to vote at the meeting; or (d) by a member or members present in person or in the case of a member being a corporation by its duly authorised representative or by proxy and holding shares in the Company conferring a right to vote at the meeting being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all shares conferring that right; or (e) if required by the Listing Rules, by any Director or Directors who, individually or collectively, hold proxies in respect of shares representing five per cent. or more of the total voting rights at such meeting. A demand by a person as proxy for a member or in the case of a member being a corporation by its duly authorised representative shall be deemed to be the same as a demand by a member. <u>Votes (whether on a show of hands or by way of poll) may be cast by such means, electronic or otherwise, as the Directors or the Chairman may determine.</u>
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VOTES OF MEMBERS	
14.9 The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney authorised in writing, or if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.	14.9 The instrument appointing a proxy shall be in writing under the hand of such form, including electronic or otherwise, as the Board may determine and in the absence of such determination, shall be in writing, <u>which may include electronic writing, and signed by the appointor or of his attorney authorised in writing, or if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.</u>
14.10 The instrument appointing a proxy and (if required by the Board) the power of attorney or other authority, (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered at the registered office of the Company (or at such other place as may be specified in the notice convening the meeting or in any notice of any adjournment or, in either case, in any document sent therewith) not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll taken subsequently to the date of a meeting or adjourned meeting, not less than 48 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid provided always that the Chairman of the meeting may at his discretion direct that an instrument of proxy shall be deemed to have been duly deposited upon receipt of telex or cable or facsimile confirmation from the appointor that the instrument of proxy duly signed is in the course of transmission to the Company. No instrument appointing a proxy shall be valid after the expiration of 12 months from the date named in it as the date of its execution. Delivery of any instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting or poll concerned and, in such event, the instrument appointing a proxy shall be deemed to be revoked.	14.10(1) <u>The Company may, at its absolute discretion, provide an electronic address for the receipt of any document or information relating to proxies for a general meeting (including any instrument of proxy or invitation to appoint a proxy, any document necessary to show the validity of, or otherwise relating to, an appointment of proxy (whether or not required under these Articles) and notice of termination of the authority of a proxy). If such an electronic address is provided, the Company shall be deemed to have agreed that any such document or information (relating to proxies as aforesaid) may be sent by electronic means to that address, subject as hereafter provided and subject to any other limitations or conditions specified by the Company when providing the address. Without limitation, the Company may from time to time determine that any such electronic address may be used generally for such matters or specifically for particular meetings or purposes and, if so, the Company may provide different electronic addresses for different purposes. The Company may also impose any conditions on the transmission of and its receipt of such electronic communications including, for the avoidance of doubt, imposing any security or encryption arrangements as may be specified by the Company. If any document or information required to be sent to the Company under this Article is sent to the Company by electronic means, such document or information is not treated as validly delivered to or deposited with the Company if the same is not received by the Company at its designated electronic address provided in accordance with this Article or if no electronic address is so designated by the Company for the receipt of such document or information.</u>

	(2) The instrument appointing a proxy and (if required by the Board) the power of attorney or other authority, (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered at the registered office of the Company (or at such other place, <u>including at an electronic address</u>, as may be specified in the notice convening the meeting or in any notice of any adjournment or, in either case, in any document sent therewith) not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll taken subsequently to the date of a meeting or adjourned meeting, not less than 48 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid provided always that the Chairman of the meeting may at his discretion direct that an instrument of proxy shall be deemed to have been duly deposited upon receipt of telex or cable or facsimile confirmation from the appointor that the instrument of proxy duly signed is in the course of transmission to the Company. No instrument appointing a proxy shall be valid after the expiration of 12 months from the date named in it as the date of its execution. Delivery of any instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting or poll concerned and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
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DIVIDENDS AND RESERVES	
24.23 Unless otherwise directed by the Board, any dividend, interest or other sum payable in cash to a holder of shares may be paid by cheque or warrant sent through the post to the registered address of the member entitled, or, in case of joint holders, to the registered address of the person whose name stands first in the register in respect of the joint holding or to such person and to such address as the holder or joint holders may in writing direct. Every cheque or warrant so sent shall be made payable to the order of the holder or, in the case of joint holders, to the order of the holder whose name stands first on the register in respect of such shares and shall be sent at his or their risk, and the payment of any such cheque or warrant by the bank on which it is drawn shall operate as a good discharge to the Company in respect of the dividend and/or bonus represented thereby, notwithstanding that it may subsequently appear that the same has been stolen or that any endorsement thereon has been forged.	24.23(1) Unless otherwise directed by the Board, any dividend, interest or other sum payable in cash to a holder of shares may be paid by cheque or warrant sent through the post to the registered address of the member entitled, or, in case of joint holders, to the registered address of the person whose name stands first in the register in respect of the joint holding or to such person and to such address as the holder or joint holders may in writing direct. Every cheque or warrant so sent shall be made payable to the order of the holder or, in the case of joint holders, to the order of the holder whose name stands first on the register in respect of such shares and shall be sent at his or their risk, and the payment of any such cheque or warrant by the bank on which it is drawn shall operate as a good discharge to the Company in respect of the dividend and/or bonus represented thereby, notwithstanding that it may subsequently appear that the same has been stolen or that any endorsement thereon has been forged. (2) <u>For the avoidance of doubt, any dividend, interest, or other sum payable in cash may also be paid by electronic funds transfer on such terms and conditions as the Directors may determine.</u>
24.24 The Company may cease sending such cheques for dividend entitlements or dividend warrants by post if such cheques or warrants have been left uncashed on two consecutive occasions. However, the Company may exercise its power to cease sending cheques for dividend entitlements or dividend warrants after the first occasion on which such a cheque or warrant is returned undelivered.	24.24 The Company may cease sending such cheques for dividend entitlements or dividend warrants by post if such cheques or warrants have been left uncashed <u>(in the case of electronic funds transfers, unsuccessful or rejected)</u> on two consecutive occasions. However, the Company may exercise its power to cease sending cheques for dividend entitlements or dividend warrants after the first occasion on which such a cheque or warrant is returned undelivered <u>(in the case of electronic funds transfers, unsuccessful or rejected).</u>

UNTRACEABLE MEMBERS	
25.1 The Company shall be entitled to sell any shares of a member or the shares to which a person is entitled by virtue of transmission on death or bankruptcy or operation of law if and provided that: (a) all cheques or warrants, not being less than three in number, for any sums payable in cash to the holder of such shares have remained uncashed for a period of 12 years; (b) the Company has not during that time or before the expiry of the three month period referred to in Article 25.1(d) below received any indication of the whereabouts or existence of the member or person entitled to such shares by death, bankruptcy or operation of law; (c) during the 12-year period, at least three dividends in respect of the shares in question have become payable and no dividend during that period has been claimed by the member; and (d) upon expiry of the 12-year period, the Company has caused an advertisement to be published in the newspapers, or, subject to the Listing Rules, by electronic communication in the manner in which notices may be served by the Company by electronic means as herein provided, giving notice of its intention to sell such shares, and a period of three months has elapsed since such advertisement and the Exchange has been notified of such intention. The net proceeds of any such sale shall belong to the Company and upon receipt by the Company of such net proceeds it shall become indebted to the former member for an amount equal to such net proceeds.	25.1 The Company shall be entitled to sell any shares of a member or the shares to which a person is entitled by virtue of transmission on death or bankruptcy or operation of law if and provided that: (a) all cheques or warrants, not being less than three in number, for any sums payable in cash to the holder of such shares have remained uncashed <u>(in the case of electronic funds transfers, unsuccessful or rejected)</u> for a period of 12 years; (b) the Company has not during that time or before the expiry of the three month period referred to in Article 25.1(d) below received any indication of the whereabouts or existence of the member or person entitled to such shares by death, bankruptcy or operation of law; (c) during the 12-year period, at least three dividends in respect of the shares in question have become payable and no dividend during that period has been claimed by the member; and (d) upon expiry of the 12-year period, the Company has caused an advertisement to be published in the newspapers, or, subject to the Listing Rules, by electronic communication in the manner in which notices may be served by the Company by electronic means as herein provided, giving notice of its intention to sell such shares, and a period of three months has elapsed since such advertisement and the Exchange has been notified of such intention. The net proceeds of any such sale shall belong to the Company and upon receipt by the Company of such net proceeds it shall become indebted to the former member for an amount equal to such net proceeds.

NOTICES	
30.6 Any notice or document delivered or left at a registered address otherwise than by post shall be deemed to have been served or delivered on the day it was so delivered or left.	30.6 Any notice or document <u>(including any “corporate communication” and “actionable corporate communication” within the meaning ascribed thereto under the Listing Rules)</u> delivered or left at a registered address otherwise than by post shall be deemed to have been served or delivered on the day it was so delivered or left.
30.7 Any notice served by advertisement shall be deemed to have been served on the day of issue of the official publication and/or newspaper(s) in which the advertisement is published (or on the last day of issue if the publication and/or newspaper(s) are published on different dates).	30.7 Any notice <u>(including any “corporate communication” and “actionable corporate communication” within the meaning ascribed thereto under the Listing Rules)</u> served by advertisement shall be deemed to have been served on the day of issue of the official publication and/or newspaper(s) in which the advertisement is published (or on the last day of issue if the publication and/or newspaper(s) are published on different dates).
30.8 Any notice or document given by electronic means as provided herein shall be deemed to have been served and delivered on the day following that on which it is successfully transmitted or at such later time as may be prescribed by the Listing Rules or any applicable laws or regulations, and it shall not be necessary for the receipt of the electronic transmission to be acknowledged by the recipient.	30.8 Any notice or document <u>(including any “corporate communication” and “actionable corporate communication” within the meaning ascribed thereto under the Listing Rules)</u> given by electronic means as provided herein shall be deemed to have been served and delivered on the day following that on which it is successfully transmitted or at such later time as may be prescribed by the Listing Rules or any applicable laws or regulations, and it shall not be necessary for the receipt of the electronic transmission to be acknowledged by the recipient.
30.9 Any notice or document served by being placed on the Company’s Website or the Exchange’s website shall be deemed to be served and delivered by the Company on the day it first so appears on the relevant website(s), unless the Listing Rules specify a different date. In such cases, the deemed date of service and delivery shall be as provided or required by the Listing Rules.	30.9 Any notice or document <u>(including any “corporate communication” and “actionable corporate communication” within the meaning ascribed thereto under the Listing Rules)</u> served by being placed on the Company’s Website or the Exchange’s website shall be deemed to be served and delivered by the Company on the day it first so appears on the relevant website(s), unless the Listing Rules specify a different date. In such cases, the deemed date of service and delivery shall be as provided or required by the Listing Rules.

	<u>30.14</u> The Board may from time to time specify the form and manner in which a notice, instruction, information or document may be given to the Company by electronic means, including designating one or more addresses or an electronic platform for the receipt of an electronic communication, and may prescribe such procedures as they think fit for verifying the authenticity or integrity of any such electronic communication. Any notice, instruction, information or document may be given to the Company by electronic means only if it is given in accordance with the requirements specified by the Board, failing which it shall be deemed not to have been received by the Company.
WINDING UP	
32.1 Subject to the Companies Act, the Company may by special resolution resolve that the Company be wound up voluntarily.	32.1 Subject to the Companies Act, the Company may by special resolution resolve that the Company be wound up voluntarily (<u>voting rights attaching to treasury shares are excluded</u>).
AMENDMENT OF MEMORANDUM AND ARTICLES	
Subject to the Act, the Company may at any time and from time to time by Special Resolutions alter or amend its Memorandum of Association and Articles of Association in whole or in part.	Subject to the Act, the Company may at any time and from time to time by Special Resolutions (<u>voting rights attaching to treasury shares are excluded</u>) alter or amend its Memorandum of Association and Articles of Association in whole or in part.

NOTICE OF ANNUAL GENERAL MEETING



Kindstar Globalgene Technology, Inc.

康聖環球基因技術有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9960)

Notice is hereby given that the annual general meeting of Kindstar Globalgene Technology, Inc. (the “**Company**”) will be held by way of virtual meeting on Friday, June 5, 2026 at 10:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To receive the audited consolidated financial statements of the Company and the reports of the directors of the Company (“**Director(s)**”) and auditors of the Company for the year ended December 31, 2025.
2.
 - (a) To re-elect Mr. Tu Zanning as an executive Director.
 - (b) To re-elect Mr. Huang Zuie-Chin as a non-executive Director.
 - (c) To re-elect Ms. Huang Lu as a non-executive Director.
 - (d) To re-elect Dr. David Guowei Wang as a non-executive Director.
 - (e) To re-elect Dr. Gang Wang as an independent non-executive Director.
 - (f) To authorise the board of Directors to fix the respective Directors’ remuneration.
3. To re-appoint Ernst & Young as the auditor of the Company and to authorize the board of Directors to fix their remuneration.
4. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to exercise during the Relevant Period (as defined below) all the powers of the Company to repurchase its shares in accordance with all applicable laws, rules and regulations;

NOTICE OF ANNUAL GENERAL MEETING

- (b) the total number of shares of the Company to be repurchased pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company (excluding Treasury Shares, if any) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and

- (c) 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 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
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting.”

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

“**THAT:**

- (a) subject to compliance with the prevailing requirements of the Listing Rules and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to allot, issue and deal with additional shares in the capital of the Company and/or to sell or transfer Treasury Shares (if any) and to make or grant offers, agreements, options and awards which might require the exercise of such powers during or after the end of the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations;
- (b) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted and Treasury Shares, if any, sold or transferred or agreed conditionally or unconditionally to be sold or transferred by the directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:
 - (i) a Rights Issue (as defined below);
 - (ii) any issue of shares under a share scheme of the Company; and

NOTICE OF ANNUAL GENERAL MEETING

- (iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares 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, if any) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and

- (c) 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 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
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting.

“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 the resolutions set out in items 4 and 5 of the notice convening this 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 and Treasury Shares, if any, sold or transferred or agreed conditionally or unconditionally to be sold or transferred by the directors pursuant to such general mandate of the number of shares repurchased by the Company pursuant to the mandate referred to in resolution set out in item 4 of the Notice, provided that such number of shares shall not exceed 10% of the total number of issued shares of the Company (excluding Treasury Shares, if any) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution).”

NOTICE OF ANNUAL GENERAL MEETING

7. To declare a final dividend of HK\$0.095 per ordinary share of the Company for the year ended December 31, 2025.

SPECIAL RESOLUTION

8. To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

“THAT:

- (a) the proposed amendments to the existing eleventh amended and restated memorandum and articles of association of the Company (the “**Proposed Amendments**”), the details of which are set out in Appendix III to the circular of the Company dated April 24, 2026, and any ancillary or related adjustments or amendments approved by the directors of the Company be and are hereby approved;
- (b) the twelfth amended and restated memorandum and articles of association of the Company (“**Twelfth Amended and Restated Memorandum and Articles of Association**”) incorporating and consolidating all the Proposed Amendments, a copy of which has been produced to this meeting marked “A” and signed by the chairman of this meeting for identification purpose, be and is hereby approved and adopted in substitution for and to the exclusion of the existing eleventh amended and restated memorandum and articles of association of the Company in its entirety with immediate effect after the close of this meeting; and
- (c) any one of the directors of the Company be and is hereby authorized to all such deeds, acts, matters and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the Proposed Amendments and the adoption of the Twelfth Amended and Restated Memorandum and Articles of Association, including without limitation, attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong, respectively.”

Yours faithfully,
For and on behalf of the Board
Kindstar Globalgene Technology, Inc.
康聖環球基因技術有限公司
HUANG Shiang
Chairman

Hong Kong, April 24, 2026

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. Shareholders wishing to attend and vote at the Annual General Meeting virtually via the Vistra eVoting Portal should follow the instructions by using the designated URL and the login details provided on the notification letter (the “**Notification Letter**”) to be sent together with this Circular, on how to access the webcast. The Shareholders participating in the Annual General Meeting via electronic means will be counted towards the quorum and will be able to cast their vote and view, listen and ask questions at the live webcast of the Annual General Meeting. You will be able to access the live webcast at the start of the Annual General Meeting until its conclusion. Shareholders **MUST NOT** forward the URL and your login details to other persons who are not the Shareholders and who are not entitled to attend the Annual General Meeting.

Shareholders who wish to attend the Annual General Meeting and exercise their voting rights can be achieved in one of the following ways:

- (i) attend the Annual General Meeting electronically via the Vistra eVoting Portal which enables live streaming and interactive platform for submitting questions and voting online; or
- (ii) appoint the chairman of the Annual General Meeting or other persons as your proxy by providing their email address for receiving the designated log-in username and password to attend and vote on your behalf via the Vistra eVoting Portal.

Your proxy’s authority and instruction will be revoked if you attend and vote at the Annual General Meeting in person or via the Vistra eVoting Portal.

Non-registered Shareholders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to attend the Annual General Meeting, vote and submit questions online. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements. You will be asked to provide your email address which will be used by the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, for providing the login details for attending the Annual General Meeting electronically in the Vistra eVoting Portal.

2. All resolutions at the meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
3. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy (or more than one proxy if he/she is the holder of two or more shares of the Company) to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
4. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for the meeting (i.e. not later than 10 a.m. on Wednesday, June 3, 2026) or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. For determining the entitlement to attend and vote at the meeting, the Register of Members of the Company will be closed from Tuesday, June 2, 2026 to Friday, June 5, 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting, unregistered holders of shares of the Company shall ensure that 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 not later than 4:30 p.m. on Monday, June 1, 2026.

NOTICE OF ANNUAL GENERAL MEETING

6. For determining the entitlement to the proposed final dividend (subject to approval by the shareholders at the Annual General Meeting), the register of members of the Company will be closed from Thursday, June 11, 2026 to Monday, June 15, 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend, unregistered holders of shares of the Company shall ensure that 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 not later than 4:30 p.m. on Wednesday, June 10, 2026.
7. References to time and dates in this notice are to Hong Kong time and dates.