HKEX
香港交易所

Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 May 2025 Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: InnoCare Pharma Limited (Incorporated in the Cayman Islands with limited liability)

Date Submitted: 04 June 2025

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	09969	Description				

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	25,000,000,000	USD	0.000002	USD	50,000
Increase / decrease (-)				USD	
Balance at close of the month	25,000,000,000	USD	0.000002	USD	50,000

Total authorised/registered share capital at the end of the month: USD 50,000

II. Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	09969	Description				

	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares
Balance at close of preceding month	1,494,598,235	1,686,000	1,496,284,235
Increase / decrease (-)			
Balance at close of the month	1,494,598,235	1,686,000	1,496,284,235

2. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	N/A	Description	These are Shares listed on the Science and Technology Innovation Board of the Shanghai Stock Exchange			

	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares
Balance at close of preceding month	266,282,967	0	266,282,967
Increase / decrease (-)			
Balance at close of the month	266,282,967	0	266,282,967

III. Details of Movements in Issued Shares and/or Treasury Shares

(A). Share Options (under Share Option Schemes of the Issuer) Not applicable

(B). Warrants to Issue Shares of the Issuer Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer) Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	N/A	Description	These are Shares listed on the Science and Technology Innovation Board of the Shanghai Stock Exchange			

	Description of other agreements or arrangements	General Meeting approval date (if applicable)	Number of new shares issued during the month pursuant thereto (D1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (D2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	2023 RMB Share Incentive Scheme (Approved on 2 June 2023) - (i) Grant of 7,209,000 Restricted Shares in the form of RMB Shares at a price of RMB6.95 per Restricted Share on 2 June 2023 under the First Grant; and (ii) 1,737,000 Restricted Share in the form of RMB Share at a price of RMB 6.95 per Restricted share on 30 May 2024 under the Reserved Grant pursuant to the 2023 RMB Share Incentive Scheme.	02 June 2023	0	0	6,678,000
2).	2024 RMB Share Incentive Scheme (Approved on 17 December 2024) - Grant of 9,870,200 Restricted Shares in the form of RMB Shares at a price of RMB6.65 per Restricted Share on 17 December 2024 under the First Grant pursuant to the 2024 RMB Share Incentive Scheme.	17 December 2024	0	0	9,800,200

2. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	09969	Description				

	Description of other agreements or arrangements	General Meeting approval date (if applicable)	Number of new shares issued during the month pursuant thereto (D1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (D2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	2023 Share Award Scheme - Grants to be made in the form of RSUs underlined by 51,481,607 Hong Kong Shares, all of which were already issued prior to the Hong Kong IPO. Accordingly, no new shares affecting the total issued share numbers will be issued.	31 August 2023	0	0	0

Increase in issued shares (excluding treasury shares):	0	Ordinary shares (DD1)
Increase in issued shares (excluding treasury shares):	0	Ordinary shares (DD1)
Decrease in treasury shares:	0	Ordinary shares (DD2)
Decrease in treasury shares:	0	Ordinary shares (DD2)

Remarks:

(1) The maximum number of Restricted Shares to be granted to the Incentive Participants under the 2023 RMB Share Incentive Scheme is 8,948,750 RMB Shares (comprising the First Grant and the Reserved Grant) as set out in the circular and announcement of the Company dated 3 May 2023 and 2 June 2023, respectively.

(2) The difference between such 8,948,750 RMB Shares and the total number of 8,946,000 Restricted Shares actually granted, being 2,750 RMB shares, denotes the number of RMB Shares lapsed on 2 June 2024. For details, please refer to the Company's announcement dated 30 May 2024.

(3) As at the end of May 2025, a total of 633,250 Restricted Shares lapsed in accordance with the terms of the 2023 RMB Share Incentive Scheme.

(4) The maximum number of Restricted Shares to be granted to the Incentive Participants under the 2024 RMB Share Incentive Scheme is 12,337,750 RMB Shares (comprising the First Grant

and the Reserved Grant). For further details, please refer to the Company's circular dated 28 November 2024, and the announcement dated 17 December 2024.

(5) As at the end of May 2025, a total of 70,000 Restricted Shares lapsed in accordance with the terms of the 2024 RMB Share Incentive Scheme.

(E). Other Movements in Issued Shares and/or Treasury Shares Not applicable

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	0	Ordinary shares
Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	0	Ordinary shares
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	0	Ordinary shares
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	0	Ordinary shares

IV. Information about Hong Kong Depositary Receipt (HDR)

Not applicable

V. Confirmations Not applicable

Submitted by:	Dr. Jisong Cui
Title:	Chairperson and Executive Director
	(Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.

2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".

   In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".

3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.

4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.

5. “Identical” means in this context:

   - the securities are of the same nominal value with the same amount called up or paid up;
   - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
   - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.