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偉俊生物科技有限公司

Wai Chun Bio-Technology Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 660)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 30 JUNE 2025

Reference is made to the circular of Wai Chun Bio-Technology Limited (the “**Company**”) dated 28 March 2025 (the “**Circular**”). Unless the context otherwise requires, terms defined in the Circulars shall have the same meanings when used herein.

At the EGM, all proposed resolutions as set out in the Circular were taken by poll. The Company’s branch share registrar in Hong Kong, Union Registrars Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

Chinese Success Limited (“**Chinese Success**”) and Mr. Lam Ching Kui, holding 91,550,243 Shares and 72,400 Shares respectively, in aggregate representing approximately 51.34% of the total issued Shares as at the date of the EGM, were required to abstain from voting on the resolutions 2 to 4 as set out in the notice of the EGM dated 28 March 2025 (the “**Notice**”) at the EGM.

As at the date of the EGM, the total number of issued shares in the Company was 178,476,453 Shares, of which a total number of Shares entitling the Shareholders (other than Chinese Success and its associates (including Mr. Lam Ching Kui)) to attend and vote for or against on the resolutions 2 to 4 as set out in the Notice at the EGM was 86,853,810. A total of 37,162,932 Shares were held by the Shareholders who attended and voted for or against on the resolutions 2 to 4 at the EGM.

Save as disclosed above, no other Shareholder is required under the Listing Rules to abstain from voting at the EGM. There were no Shares entitling the holders to attend and abstain from voting in favour of any resolution pursuant to Rule 13.40 of the Listing Rules at the EGM. No parties have stated their intention in the Circular to vote against any resolution at the EGM or abstain from voting on any resolutions proposed for approval at the EGM.

POLL RESULTS

The Board is pleased to announce the poll results of the EGM as follows:

Special Resolution		Number of Votes (%)	
		For	Against
1.	<p>THAT subject to and conditional upon (i) the Listing Committee of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) granting the listing of, and permission to deal in, the New Ordinary Shares (as defined below); and (ii) the Grand Court of the Cayman Islands (the “Grand Court”) granting an order confirming the Capital Reduction; (iii) compliance with any terms and conditions which the Grand Court may impose in relation to the Capital Reduction; (iv) registration by the Registrar of Companies in the Cayman Islands of a copy of the order of the Grand Court confirming the Capital Reduction and the minute approved by the Grand Court containing the particulars required under the Companies Act, with effect from the second business day immediately following the day of passing of this resolution or such later date when the aforementioned conditions are satisfied:</p> <p>(a) the par value of each of the issued ordinary shares of HK\$0.25 each in the share capital of the Company (the “Ordinary Shares”) be reduced from HK\$0.25 to HK\$0.01 per issued Ordinary Share by cancelling the paid-up share capital to the extent of HK\$0.24 per issued Ordinary Share (the “Capital Reduction”) such that immediately following the Capital Reduction, the par value of each issued Ordinary Shares will be HK\$0.01 and the issued share capital of the Company will be reduced from an amount of HK\$44,619,113 by HK\$42,834,349 to HK\$1,784,764;</p>	<p>49,732,477 (99.9999%)</p>	<p>55 (0.0001%)</p>

Special Resolution		Number of Votes (%)	
		For	Against
	<p>(b) immediately following the Capital Reduction becoming effective, (i) each of the authorised but unissued Ordinary Shares of par value of HK\$0.25 each (including authorized but unissued Ordinary Shares arising from the Capital Reduction) be sub-divided into twenty-five (25) new ordinary shares of the Company of par value of HK\$0.01 each (the “New Ordinary Shares”), and (ii) each of the authorized but unissued preference shares of HK\$0.25 each of the Company be sub-divided into twenty-five (25) new preference shares with a par value of HK\$0.01 each of the Company (the “New Preference Shares”) (together, the “Share Sub-division”) so that immediately following the Capital Reduction and the Share Sub-division, the authorised share capital of the Company will become HK\$102,040,000 divided into 10,000,000,000 New Ordinary Shares and 204,000,000 New Preference Shares, each with a par value of HK\$0.01;</p> <p>(c) the credit arising from the Capital Reduction be applied to offset the accumulated losses of the Company as at the effective date of the Capital Reduction and the remaining balance of the credit (if any) be transferred to the contributed surplus account of the Company and may be applied by the board of directors of the Company (the “Directors”) in any manner permitted by or consistent with all applicable laws and the Memorandum of Association and Articles of Association of the Company; and</p>		

Special Resolution		Number of Votes (%)	
		For	Against
	(d) the Directors and each of them be and are fully authorised to take any and all steps, and to do and/or procure to be done any and all acts and things, and to approve, sign and execute (under hand, seal or as a deed) any documents which they in their absolute discretion consider necessary, desirable, expedient or appropriate to effect and implement this resolution and to exercise such discretion in connection, relating to or arising from the Capital Reduction and the Share Sub-division and/or the matters contemplated herein, with such modifications thereto (if any) as they or he may from time to time consider necessary, expedient and/or appropriate in order to implement, finalise and give full effect to the Capital Reduction and the Share Sub-division.		

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.	<p>THAT conditional upon the passing of the resolution numbered 1 as set out above:</p> <p>(a) the terms of the zero coupon convertible bonds due 2025 issued by the Company on 27 November 2020 in the aggregate principal amount of HK\$67,000,000 (the “Existing Convertible Bonds 1”) be amended as follows (the “Alteration of Terms of the Existing Convertible Bonds 1”):</p> <p>(i) the conversion price of the Existing Convertible Bonds 1 be adjusted from HK\$0.25 per ordinary share of the Company (the “Conversion Share”) to HK\$0.06 per Conversion Share; and</p> <p>(ii) the maturity date of the Existing Convertible Bonds 1 be extended from 18 January 2025 to 31 December 2027.</p> <p>(b) the Directors be and are hereby authorised, as a specific mandate, to allot, issue and deal with the 1,116,666,666 Conversion Shares, which may be issued by the Company upon full exercise of the conversion rights attached to the Existing Convertible Bonds 1; and</p> <p>(c) any one or more of the Directors be and are hereby authorised to do all such acts, deeds and things and to sign and execute all such documents, including under the seal of the Company (where applicable), on behalf of the Company, as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to implement and give effect to the Alteration of Terms of the Existing Convertible Bonds 1.</p>	<p>37,162,877 (99.9999%)</p>	<p>55 (0.0001%)</p>

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	<p>THAT conditional upon the passing of the resolution numbered 1 as set out above:</p> <p>(a) the terms of the zero coupon convertible bonds due 2025 issued by the Company on 18 January 2022 in the aggregate principal amount of HK\$20,150,000 (the “Existing Convertible Bonds 2”) be amended as follows (the “Alteration of Terms of the Existing Convertible Bonds 2”):</p> <p>(i) the conversion price of the Existing Convertible Bonds 2 be adjusted from HK\$0.25 per Conversion Share to HK\$0.06 per Conversion Share; and</p> <p>(ii) the maturity date of the Existing Convertible Bonds 2 be extended from 18 January 2025 to 31 December 2027.</p> <p>(b) the Directors be and are hereby authorised, as a specific mandate, to allot, issue and deal with the 335,833,333 Conversion Shares, which may be issued by the Company upon full exercise of the conversion rights attached to the Existing Convertible Bonds 2; and</p> <p>(c) any one or more of the Directors be and are hereby authorised to do all such acts, deeds and things and to sign and execute all such documents, including under the seal of the Company (where applicable), on behalf of the Company, as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to implement and give effect to the Alteration of Terms of the Existing Convertible Bonds 2.</p>	<p>37,162,877 (99.9999%)</p>	<p>55 (0.0001%)</p>

Ordinary Resolutions		Number of Votes (%)	
		For	Against
4.	<p>THAT conditional upon the passing of the resolution numbered 1 as set out above:</p> <p>(a) the terms of the zero coupon convertible bonds due 2026 issued by the Company on 14 March 2023 in the aggregate outstanding principal amount of HK\$12,250,000 (the “Existing Convertible Bonds 3”) be amended as follows (the “Alteration of Terms of the Existing Convertible Bonds 3”):</p> <p>(i) the conversion price of the Existing Convertible Bonds 3 be adjusted from HK\$0.25 per Conversion Share to HK\$0.06 per Conversion Share; and</p> <p>(ii) the maturity date of the Existing Convertible Bonds 3 be extended from 14 March 2026 to 31 December 2027.</p> <p>(b) the Directors be and are hereby authorised, as a specific mandate, to allot, issue and deal with the 204,166,666 Shares, which may be issued by the Company upon full exercise of the conversion rights attached to the Existing Convertible Bonds 3; and</p> <p>(c) any one or more of the Directors be and are hereby authorised to do all such acts, deeds and things and to sign and execute all such documents, including under the seal of the Company (where applicable), on behalf of the Company, as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to implement and give effect to the Alteration of Terms of the Existing Convertible Bonds 3.</p>	<p>37,162,877 (99.9999%)</p>	<p>55 (0.0001%)</p>

As more than 75% of the votes were cast in favour of the resolution 1, resolution 1 was duly passed as a special resolution of the Company.

As more than 50% of the votes were cast in favour of the resolutions 2 to 4, the resolutions 2 to 4 were duly passed as ordinary resolutions of the Company at the EGM.

All Directors attended the EGM either in person or by electronic means.

By Order of the Board
Wai Chun Bio-Technology Limited
Lam Ka Chun
Chairman and Chief Executive Officer

Hong Kong, 30 June 2025

As at the date of this announcement, the Board comprises:

Executive Director:

Mr. Lam Ka Chun (*Chairman and Chief Executive Officer*)

Independent Non-executive Directors:

Mr. Wong Po Keung

Mr. Wang Ziniu

Ms. Xu Huiling