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**Seres Group Co., Ltd.**

**賽力斯集團股份有限公司**

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

**(Stock Code: 9927)**

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING  
OF THE YEAR 2025 HELD ON APRIL 22, 2026;  
(2) DISTRIBUTION OF 2025 FINAL DIVIDEND AND CLOSURE  
OF REGISTER OF MEMBERS OF H SHARES;  
(3) AMENDMENTS TO THE ARTICLES OF ASSOCIATION; AND  
(4) ELECTION OF DIRECTORS, CHAIRMAN OF THE BOARD,  
COMPOSITION OF COMMITTEES  
OF THE SIX SESSION OF THE BOARD AND PRESIDENT**

References are made to the circular (the “**Circular**”) and the notice of annual general meeting of the year 2025 (the “**Notice**”) dated March 30, 2026 and the supplemental notice of annual general meeting of the year 2025 (the “**Supplemental Notice**”) dated April 1, 2026 of Seres Group Co., Ltd. (the “**Company**”). Unless the context otherwise requires, the terms used herein shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the AGM was held at 2:00 p.m. on Wednesday, April 22, 2026 at the Company’s Conference Room, No. 7 Wuyunhu Road, Shapingba District, Chongqing, the PRC, and the resolutions to be proposed in the Notice and Supplemental Notice have been duly passed by the Shareholders by way of poll.

The total number of issued Shares of the Company as at the date of the AGM was 1,741,985,086 Shares, comprising 1,633,366,086 A Shares and 108,619,000 H Shares. Pursuant to the relevant requirements of the Company’s 2024 Employee Stock Ownership Plan, 2,250,201 A Shares held under the special account of the 2024 Employee Stock Ownership Plan shall abstain from voting on all the resolutions. To the best knowledge, information and belief of the Directors, no Shareholders were required to abstain from voting on any of the resolutions proposed at the AGM pursuant to the Hong Kong Listing Rules. There were no Shareholders who were entitled to attend but were required to abstain from voting in favor of the resolutions at the AGM pursuant to Rule 13.40 of the Hong Kong Listing Rules. No Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

Therefore, the total number of Shares entitling the holders to attend and vote on the resolutions at the AGM was 1,739,734,885.

## ATTENDANCE OF THE AGM

The AGM was chaired by Mr. Yin Xianzhi, the executive Director, and all Directors were present either in person or by electronic means at the meeting.

Number of Shareholders and authorized proxies present at the AGM	2,332
Including:	
Number of A Shareholders	2,330
Number of H Shareholders	2
Total number of voting Shares held (shares)	887,403,987
Including:	
Total number of voting Shares held by A Shareholders (shares)	855,677,621
Total number of voting Shares held by H Shareholders (shares)	31,726,366
Percentage of the total number of voting Shares (%)	51.0080
Including:	
Number of A Shares as a percentage of the total number of voting Shares (%)	49.1844
Number of H Shares as a percentage of the total number of voting Shares (%)	1.8236

## POLL RESULTS OF THE AGM

The poll results in respect of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS (NON-CUMULATIVE VOTING)		Number of Shares Voted and Percentage of Total Number of Shares Voted (Approximate Percentage)		
		For	Against	Abstain
As more than half of the votes from the Shareholders who attended and voted at the AGM were cast in favor of the following resolution, such resolution was duly passed as ordinary resolutions:				
1.	To consider and approve the resolution on the 2025 Work Report of the Board.	886,591,555 (99.9084%)	650,932 (0.0734%)	161,500 (0.0182%)
2.	To consider and approve the resolution on the 2025 Profit Distribution Plan.	886,723,755 (99.9233%)	557,232 (0.0006%)	123,000 (0.0139%)
3.	To consider and approve the resolution on the Re-appointment of Accounting Firms.	869,585,203 (97.9920%)	17,686,884 (1.9931%)	131,900 (0.0149%)
4.	To consider and approve the resolution on the Shareholder Return Plan of Seres Group Co., Ltd. for the Next Three Years (2026-2028).	886,741,155 (99.9253%)	553,332 (0.0624%)	109,500 (0.0123%)
5.	To consider and approve the resolution on the Remuneration of Non-independent Directors for 2026.	886,508,354 (99.8991%)	742,833 (0.0837%)	152,800 (0.0172%)

<b>SPECIAL RESOLUTIONS (NON-CUMULATIVE VOTING)</b>		<b>Number of Shares Voted and Percentage of Total Number of Shares Voted (Approximate Percentage)</b>		
		<b>For</b>	<b>Against</b>	<b>Abstain</b>
As more than two-thirds of the votes from the Shareholders who attended and voted at the AGM were cast in favor of the following resolutions, such resolutions were duly passed as special resolutions:				
6.	To consider and approve the grant of a general mandate to the Board of the Company to issue shares (details of this resolution are set out in the circular of the annual general meeting dated March 30, 2026).	868,132,486 (97.8283%)	19,125,545 (2.1552%)	145,956 (0.0164%)
7.	To consider and approve the grant of a general mandate to the Board of the Company to repurchase H Shares (details of this resolution are set out in the circular of the annual general meeting dated March 30, 2026).	886,748,998 (99.9262%)	514,733 (0.0580%)	140,256 (0.0158%)
8.	To consider and approve the resolutions on the Proposal for Share Repurchase Through Centralised Price Bidding:			
8.1.	Purpose of Shares to be repurchased	886,820,602 (99.9343%)	443,333 (0.0500%)	140,052 (0.0158%)
8.2.	Type of Shares to be repurchased	886,822,502 (99.9345%)	439,133 (0.0495%)	142,352 (0.0160%)
8.3.	Method of the Share repurchase	886,824,602 (99.9347%)	433,233 (0.0488%)	146,152 (0.0165%)
8.4.	Implementation period of the Share repurchase	886,818,402 (99.9340%)	442,533 (0.0499%)	143,052 (0.0161%)
8.5.	Proposed use of repurchased Shares, quantity, percentage of our total share capital, and total funds	886,835,502 (99.9359%)	434,633 (0.0490%)	133,852 (0.0151%)
8.6.	Price or price range of the Share repurchase and pricing principles	886,820,702 (99.9343%)	452,033 (0.0509%)	131,252 (0.0001%)
8.7.	Source of funds for the Share repurchase	886,817,302 (99.9339%)	452,333 (0.0510%)	134,352 (0.0151%)
8.8.	Specific authorisation for handling matters related to this Share repurchase	886,808,898 (99.9329%)	447,533 (0.0504%)	147,556 (0.0166%)

<b>ORDINARY RESOLUTION (NON-CUMULATIVE VOTING)</b>		<b>Number of Shares Voted and Percentage of Total Number of Shares Voted (Approximate Percentage)</b>		
		<b>For</b>	<b>Against</b>	<b>Abstain</b>
As more than half of the votes from the Shareholders who attended and voted at the AGM were cast in favor of the following resolution, such resolution was duly passed as an ordinary resolution:				
9.	To consider and approve the resolution on Estimated Guarantee Amount for 2026.	886,623,754 (99.9121%)	614,333 (0.0692%)	165,900 (0.0187%)

<b>SPECIAL RESOLUTIONS (NON-CUMULATIVE VOTING)</b>		<b>Number of Shares Voted and Percentage of Total Number of Shares Voted (Approximate Percentage)</b>		
		<b>For</b>	<b>Against</b>	<b>Abstain</b>
As more than two-thirds of the votes from the Shareholders who attended and voted at the AGM were cast in favor of the following resolutions, such resolutions were duly passed as special resolutions:				
10.	To consider and approve the resolution on the proposed amendment to the Articles of Association.	886,614,255 (99.9110%)	620,632 (0.0699%)	169,100 (0.0191%)
11.	To consider and approve the resolution on the proposed amendment to the Rules of Procedures for the Board.	886,485,155 (99.8965%)	749,032 (0.0844%)	169,800 (0.0191%)

<b>ORDINARY RESOLUTION (NON-CUMULATIVE VOTING)</b>		<b>Number of Shares Voted and Percentage of Total Number of Shares Voted (Approximate Percentage)</b>		
		<b>For</b>	<b>Against</b>	<b>Abstain</b>
As more than half of the votes from the Shareholders who attended and voted at the AGM were cast in favor of the following resolution, such resolution was duly passed as an ordinary resolution:				
12.	To consider and approve the resolution on the proposed amendment to the Remuneration Management System for Directors and Senior Management.	886,415,655 (99.8886%)	801,732 (0.0903%)	186,600 (0.0210%)

<b>ORDINARY RESOLUTIONS (CUMULATIVE VOTING)</b>		<b>Number of Cumulative Shares Voted For</b>	<b>Percentage of Number of Votes For against the Total Number of Votes with Valid Voting Rights at the AGM (Approximate Percentage)</b>	<b>Whether Elected</b>
As more than half of the votes from the Shareholders who attended and voted at the AGM were cast in favor of the following resolutions, such resolutions were duly passed as ordinary resolutions:				
13.	To consider and approve the resolutions in relation to the election of the non-independent Directors:			
13.1.	To elect Mr. Zhang Xinghai as an executive Director of the sixth session of the Board.	835,565,322	94.1584%	Yes
13.2.	To elect Mr. Yin Xianzhi as an executive Director of the sixth session of the Board.	816,147,248	91.9702%	Yes
13.3.	To elect Mr. Kang Bo as an executive Director of the sixth session of the Board.	818,841,006	92.2738%	Yes
13.4.	To elect Mr. Zhang Kebang as a non-executive Director of the sixth session of the Board.	816,980,639	92.0641%	Yes
13.5.	To elect Mr. Yang Yanding as a non-executive Director of the sixth session of the Board.	818,768,755	92.2656%	Yes
13.6.	To elect Mr. Li Wei as a non-executive Director of the sixth session of the Board.	818,771,021	92.2659%	Yes
13.7.	To elect Mr. Zhou Changling as a non-executive Director of the sixth session of the Board.	817,393,343	92.1106%	Yes
14.	To consider and approve the resolutions in relation to the election of the independent Directors:			

<b>ORDINARY RESOLUTIONS (CUMULATIVE VOTING)</b>		<b>Number of Cumulative Shares Voted For</b>	<b>Percentage of Number of Votes For against the Total Number of Votes with Valid Voting Rights at the AGM (Approximate Percentage)</b>	<b>Whether Elected</b>
14.1.	To elect Mr. Li Kaiguo as an independent non-executive Director of the sixth session of the Board.	809,872,972	91.2632%	Yes
14.2.	To elect Mr. Zhang Guolin as an independent non-executive Director of the sixth session of the Board.	812,558,685	91.5658%	Yes
14.3.	To elect Mr. Li Ming as an independent non-executive Director of the sixth session of the Board.	818,157,146	92.1967%	Yes
14.4.	To elect Mr. Jing Xufeng as an independent non-executive Director of the sixth session of the Board.	817,890,283	92.1666%	Yes
14.5.	To elect Mr. Ngai Ming Tak as an independent non-executive Director of the sixth session of the Board.	829,713,521	93.4990%	Yes

The full text of the above resolutions is set out in the Circular and the Supplemental Notice.

#### **SCRUTINEER AND WITNESS LAWYERS**

Tricor Investor Services Limited, the H Share Registrar of the Company, acted as the H Share scrutineer at the AGM, and the Company's Shareholder representatives and King & Wood Mallesons (Beijing), the Company's PRC legal adviser, also jointly participated in vote counting and scrutinizing at the AGM.

King & Wood Mallesons (Beijing), the Company's PRC legal adviser, witnessed the AGM and issued a legal opinion certifying that the convening and holding procedures of the AGM complied with the requirements of the relevant laws, administrative regulations, the Rules for General Meetings of Listed Companies and the Articles of Association, and that the qualifications of the attendees and the convener of the AGM were lawful and valid, and the voting procedures and poll results of the AGM were lawful and valid.

## **DISTRIBUTION OF 2025 FINAL DIVIDEND AND CLOSURE OF REGISTER OF MEMBERS OF H SHARES**

As the 2025 Profit Distribution Plan was approved by the Shareholders at the AGM, the Board is pleased to announce the distribution of a cash dividend of RMB0.8 (tax inclusive) per Share to all Shareholders (the “**2025 Final Dividend**”). The 2025 Final Dividend will be paid to H Share Shareholders whose names appear on the register of members of H Share Shareholders on Wednesday, May 13, 2026 (the “**Record Date**”). The 2025 Final Dividend is denominated and declared in Renminbi and paid to A Share Shareholders in Renminbi and to H Share Shareholders in Hong Kong Dollars. The actual amount payable in Hong Kong dollars will be calculated based on the average central parity rate of RMB against Hong Kong dollars announced by the People’s Bank of China for the five business days preceding the date of the AGM on April 22, 2026, being the date of the AGM, (i.e. RMB1 to HK\$1.14125), being a cash dividend of HK\$0.913 (tax included) for every H Shares.

The 2025 Final Dividend is expected to be distributed to H Share Shareholders on Friday, June 5, 2026.

The register of members of H Shares will be closed from Friday, May 8, 2026 to Wednesday, May 13, 2026, both days inclusive, during which period no transfer of H Shares shall be registered, in order to determine the H Share Shareholders who are entitled to the 2025 Final Dividend. The Record Date will be Wednesday, May 13, 2026. To be entitled to the 2025 Final Dividend, all properly completed transfer documents accompanied by the relevant share certificate(s) must be lodged with the Company’s H Share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Thursday, May 7, 2026 for registration.

**The Company will withhold the income tax payable by its H Share Shareholders in accordance with the relevant laws and requirements of the relevant government departments and adhere strictly to the information set out in the Company’s register of members for H Shares on the relevant Record Date. The Company assumes no liability whatsoever in respect of any disputes or losses arising from any delay in, or inaccurate determination of, the status of the Shareholders.**

**Shareholders are recommended to consult their tax advisers regarding the PRC, Hong Kong and other tax implications arising from their holding and disposal of H Shares.**

For details of the distribution of 2025 Final Dividend, including the withholding tax arrangement in respect of the 2025 Final Dividend, the profit distribution for investors of Northbound Trading and Southbound Trading, please refer to the 2025 annual report issued by the Company and published on the websites of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the Company ([www.seres.cn](http://www.seres.cn)).

## **AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The proposed amendments to the Articles of Association were approved by the Shareholders at the AGM by way of special resolutions, and shall be subject to the completion of registration and filing procedures with the market supervision and administration authorities, and the final information shall be subject to the approval of the registration authority. The full text of the amended and restated Articles of Association shall be made available at the websites of the Company ([www.seres.cn](http://www.seres.cn)) and the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)).

## **ELECTION OF DIRECTORS, CHAIRMAN OF THE BOARD, COMPOSITION OF COMMITTEES OF THE SIXTH SESSION OF THE BOARD AND PRESIDENT**

The Company is pleased to announce that on April 22, 2026 (i) Mr. Zhang Xinghai, Mr. Yin Xianzhi and Mr. Kang Bo were elected as the executive Directors of the sixth session of the Board; (ii) Mr. Zhang Kebang, Mr. Yang Yanding, Mr. Li Wei and Mr. Zhou Changling were elected as the non-executive Directors of the sixth session of the Board; and (iii) Mr. Li Kaiguo, Mr. Zhang Guolin, Mr. Li Ming, Mr. Jing Xufeng and Mr. Ngai Ming Tak were elected as the independent non-executive Directors of the sixth session of the Board. Ms. Liu Ling, the employee representative Director, being an executive Director of the Company, also forms the sixth session of the Board.

The Board is pleased to announce that the first meeting of the sixth session of the Board was held on April 22, 2026 and the Board has resolved to elect the chairman, the composition of committees of the sixth session of the Board and the president of the Company (the “**President**”). For the information of the Directors and the President that are required to disclose pursuant to Rule 13.51(2) of the Hong Kong Listing Rules, please refer to the announcement of the Company dated March 30, 2026 and the Circular.

### **Chairman of the Board**

The Board resolved to elect Mr. Zhang Xinghai as the chairman of the sixth session of the Board.

### **Audit Committee**

The Board resolved that the audit committee of the sixth session of the Board comprises Mr. Li Ming, Mr. Zhang Kebang, Mr. Jing Xufeng, Mr. Zhang Guolin and Mr. Zhou Changling. Mr. Li Ming serves as the chairman of the audit committee.

### **Remuneration and Appraisal Committee**

The Board resolved that the remuneration and appraisal committee of the sixth session of the Board comprises Mr. Li Kaiguo, Mr. Jing Xufeng and Ms. Liu Ling. Mr. Li Kaiguo serves as the chairman of the remuneration and appraisal committee.

## **Nomination Committee**

The Board resolved that the nomination committee of the sixth session of the Board comprises Mr. Ngai Ming Tak, Mr. Jing Xufeng and Ms. Liu Ling. Mr. Ngai Ming Tak serves as the chairman of the nomination committee.

## **Strategy Committee**

The Board resolved that the strategy committee of the sixth session of the Board comprises Mr. Zhang Xinghai, Mr. Li Kaiguo and Mr. Li Wei. Mr. Zhang Xinghai serves as the chairman of the strategy committee.

## **ESG Committee**

The Board resolved that the ESG committee of the sixth session of the Board comprises Mr. Yin Xianzhi, Mr. Li Kaiguo, Mr. Kang Bo and Ms. Liu Ling. Mr. Yin Xianzhi serves as the chairman of the ESG committee.

## **President**

The Board resolved to elect Mr. Yin Xianzhi, an executive Directors of the Company, as the President.

By order of the Board  
**Seres Group Co., Ltd.**  
**Mr. Zhang Xinghai**

*Chairman of the Board and Executive Director*

Hong Kong, April 22, 2026

*As at the date of this announcement, Directors of the Company are: (i) Mr. Zhang Xinghai, Mr. Yin Xianzhi, Mr. Kang Bo and Ms. Liu Ling as executive directors; (ii) Mr. Zhang Kebang, Mr. Yang Yanding, Mr. Li Wei and Mr. Zhou Changling as non-executive directors; and (iii) Mr. Li Kaiguo, Mr. Zhang Guolin, Mr. Jing Xufeng, Mr. Li Ming and Mr. Ngai Ming Tak as independent non-executive directors.*