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Sunho Biologics, Inc.

盛禾生物控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2898)

RESUMPTION GUIDANCE

This announcement is made by Sunho Biologics, Inc. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements (the “**Announcements**”) of the Company dated March 27, 2026, March 30, 2026, April 1, 2026, April 21, 2026 and April 27, 2026 in relation to the delay in publication of the 2025 Annual Results, postponement of Board Meeting and suspension of trading of the Shares (the “**Shares**”) of the Company. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

RESUMPTION GUIDANCE

On April 30, 2026, the Company received a letter from the Stock Exchange setting out the following guidance (the “**Resumption Guidance**”) for the resumption of trading in the Shares:

- (a) conduct an appropriate independent forensic investigation into the Service Agreements and any other payments of a similar nature or giving rise to similar concerns, assess the impact on the Company’s business operations and financial position, announce the findings and take appropriate remedial actions;
- (b) demonstrate that there is no reasonable regulatory concern about the integrity, competence and/or character of the Group’s management and/or any persons with substantial influence over the Company’s management and operations, which may pose a risk to investors and damage market confidence;

- (c) engage an independent internal control consultant to conduct an independent internal control review and demonstrate that: (i) the material deficiencies identified in relation to the trading suspension have been rectified and all necessary remedial measures have been implemented; and (ii) the internal controls of the Company are adequate and effective to serve their purposes and enable the issuer to comply with the Listing Rules in all material aspects, including but not limited to financial reporting, cash management, disclosure and compliance relating to notifiable and connected transactions and disclosure of material information;
- (d) publish all outstanding financial results required under the Listing Rules and address any audit modifications;
- (e) demonstrate the Company's compliance with Rule 13.24; and
- (f) inform the market of all material information for the Company's shareholders and investors to appraise the Company's position.

The Stock Exchange may revise the Resumption Guidance from time to time as the Company's circumstances change.

Under Rule 6.01A of the Listing Rules, the Stock Exchange may cancel the Company's listing if trading in the Shares has been suspended for 18 continuous months. The 18-month period shall expire on September 30, 2027. If the Company fails to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in the Shares by September 30, 2027, the Listing Division of the Stock Exchange will recommend the Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period, where appropriate.

Under Rule 3A.19, Somerley Capital Limited ("**Somerley**") has been appointed as the Company's compliance adviser to provide guidance and advice to the Company as to the compliance with the Listing Rules and other applicable laws and regulations upon its listing and up till publication of its financial results for the first full financial year. Given the current circumstances, during the period to which Somerley is appointed as the Company's compliance adviser (or such replacement under Rule 3A.27 of the Listing Rules), the Company is expected to proactively engage and involve Somerley throughout the remedial period for the purpose of re-compliance and fulfilment of the resumption guidance.

The Company has been using its best endeavors to resolve the Matters and remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the Listing Rules to the satisfaction of the Stock Exchange and resume trading in the Shares. Further announcement(s) will be made by the Company as and when appropriate and in accordance with the requirements of the Listing Rules.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on Wednesday, April 1, 2026 pending the publication of the 2025 Annual Results and will remain suspended until the Company fulfills the Resumption Guidance.

Further announcement(s) will be made by the Company to inform the shareholders of the Company and potential investors of any material development relating to the captioned matters as and when appropriate.

By order of the Board
Sunho Biologics, Inc.
Mr. ZHANG Feng
Chairman and executive Director

Hong Kong, the PRC, May 3, 2026

As at the date of this announcement, the executive Directors are Mr. ZHANG Feng and Ms. JIANG Xiaoling; the non-executive Director is Mr. FAN Rongkui; and the independent non-executive Directors are Mr. CHAN Heung Wing Anthony, Ms. FENG Lan and Mr. SHI Luwen.