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Guangzhou Innogen Pharmaceutical Group Co., Ltd.
廣州銀諾醫藥集團股份有限公司

(A joint stock company established in the People's Republic of China with limited liability)
(Stock Code: 2591)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “AGM”) of GUANGZHOU INNOGEN PHARMACEUTICAL GROUP CO., LTD. (the “Company”) will be held at 21st Floor, Qiantan Times Square, 399 Haiyang West Road, Pudong New Area, Shanghai, the People’s Republic of China (the “PRC”) on Monday, 29 June 2026 at 10:00 a.m. for the purposes of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the 2025 Report of the Board.
2. To consider and approve the 2025 Report of the Supervisory Committee.
3. To consider and approve the 2025 Audited Consolidated Financial Statements.
4. To consider and approve the 2025 Annual Report.
5. To consider and approve the profit distribution plan for the year ended 31 December 2025.
6. To consider and approve the re-appointment of Ernst & Young as the financial report auditor of the Company for 2026, to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the Board to fix the remuneration of the auditor.
7. **“THAT:**
 - (a) the re-election of Dr. WANG QINGHUA as an executive director (the “**Director(s)**”) and his remuneration for serving as a director be and is hereby considered and approved, with effect from the date on which the appointment is approved by the Shareholders at the AGM for a term of three years; and
 - (b) the Board be and is hereby authorised to sign on behalf of the Company the Director’s service contract with Dr. WANG QINGHUA.”

8. **“THAT:**
- (a) the re-election of Ms. Jiang Fan as an executive Director and her remuneration for serving as a director be and is hereby considered and approved, with effect from the date on which the appointment is approved by the Shareholders at the AGM for a term of three years; and
 - (b) the Board be and is hereby authorised to sign on behalf of the Company the Director’s service contract with Ms. Jiang Fan.”
9. **“THAT:**
- (a) the re-election of Ms. Xu Wenjie as an executive Director and her remuneration for serving as a director be and is hereby considered and approved, with effect from the date on which the appointment is approved by the Shareholders at the AGM for a term of three years; and
 - (b) the Board be and is hereby authorised to sign on behalf of the Company the Director’s service contract with Ms. Xu Wenjie.”
10. **“THAT:**
- (a) the re-election of Mr. Huang Bing as an executive Director and his remuneration for serving as a director be and is hereby considered and approved, with effect from the date on which the appointment is approved by the Shareholders at the AGM for a term of three years; and
 - (b) the Board be and is hereby authorised to sign on behalf of the Company the Director’s service contract with Mr. Huang Bing.”
11. **“THAT:**
- (a) the re-election of Mr. HO KYUNG SHIK as a non-executive Director and his remuneration for serving as a director be and is hereby considered and approved, with effect from the date on which the appointment is approved by the Shareholders at the AGM for a term of three years; and
 - (b) the Board be and is hereby authorised to sign on behalf of the Company the Director’s service contract with Mr. HO KYUNG SHIK.”

12. **“THAT:**
- (a) the re-election of Mr. Heng Lei as a non-executive Director and his remuneration for serving as a director be and is hereby considered and approved, with effect from the date on which the appointment is approved by the Shareholders at the AGM for a term of three years; and
 - (b) the Board be and is hereby authorised to sign on behalf of the Company the Director’s service contract with Mr. Heng Lei.”
13. **“THAT:**
- (a) the re-election of Mr. Tao Wuping as an independent non-executive Director and his remuneration for serving as a director be and is hereby considered and approved, with effect from the date on which the appointment is approved by the Shareholders at the AGM for a term of three years; and
 - (b) the Board be and is hereby authorised to sign on behalf of the Company the Director’s service contract with Mr. Tao Wuping.”
14. **“THAT:**
- (a) the re-election of Dr. Song Ruilin as an independent non-executive Director and his remuneration for serving as a director be and is hereby considered and approved, with effect from the date on which the appointment is approved by the Shareholders at the AGM for a term of three years; and
 - (b) the Board be and is hereby authorised to sign on behalf of the Company the Director’s service contract with Dr. Song Ruilin.”
15. **“THAT:**
- (a) the re-election of Mr. Chan Heung Wing Anthony as an independent non-executive Director and his remuneration for serving as a director be and is hereby considered and approved, with effect from the date on which the appointment is approved by the Shareholders at the AGM for a term of three years; and
 - (b) the Board be and is hereby authorised to sign on behalf of the Company the Director’s service contract with Mr. Chan Heung Wing Anthony.”

SPECIAL RESOLUTIONS

16. To consider and approve the abolishment of the supervisory committee of the Company.
17. To consider and approve the proposed amendments to the Articles of Association, including amending the business scope of the Company and name change of the promoters of the Company, and handling of registration matters.
18. To consider and approve the proposed amendments to the Rules of Procedures for the General Meeting.
19. To consider and approve the proposed amendments to the Rules of Procedures for the Board of Directors.
20. **“THAT:**
 - (a) subject to paragraphs (b) and (c) below and in compliance with all applicable laws, rules, and regulations and/or requirements of the governmental or regulatory body of securities in the PRC, the Stock Exchange of Hong Kong Limited (the **“Stock Exchange”**) or of any other governmental or regulatory body, a general and unconditional mandate be and is hereby granted to the board of Directors (the **“Board”**) to exercise once or more the powers of the Company to repurchase the issued H Shares on the Stock Exchange during the Relevant Period (as defined in paragraph (d) below);
 - (b) the aggregate nominal value of H Shares authorised to be repurchased subject to the approval in paragraph (a) above during the Relevant Period shall not exceed 10% of the aggregate nominal value of H Shares (excluding treasury shares) in issue of the Company as at the date of passing of this resolution;
 - (c) the approval in paragraph (a) above shall be conditional upon:
 - (i) the approval of the relevant PRC regulatory authorities as may be required by laws, rules and regulations of the PRC being obtained by the Company if appropriate; and
 - (ii) the Company not being required by any of its creditors to repay or to provide guarantee in respect of any amount due to any of them (or if the Company is so required by any of its creditors, the Company in its absolute discretion having repaid or provided guarantee in respect of such amount) pursuant to the articles of association of the Company (the **“Articles of Association”**);

- (d) for the purpose of this special resolution, “**Relevant Period**” means the period from the passing of this special resolution until whichever is the earlier of:
 - (i) the conclusion of the next annual general meeting following the passing of this special resolution;
 - (ii) the expiration of a period of 12 months following the passing of the relevant resolution at the AGM; or
 - (iii) the date on which the authority set out in this special resolution is revoked or varied by a special resolution of the Shareholders in any general meeting.
- (e) subject to approval of all relevant PRC regulatory authorities for the repurchase of such H Shares being granted, the Board be and is hereby authorised to handle matters relating to the repurchase of H Shares, including:
 - (i) amend the Articles of Association as it thinks fit so as to reduce the registered capital of the Company and to reflect the new capital structure of the Company upon the repurchase of H Shares as contemplated in paragraph (a) above; and
 - (ii) file the amended Articles with the relevant governmental authorities of the PRC.”

21. To consider and approve the grant of general mandate to the Board of Directors for the issue of new shares of the Company:

As special business, to authorise the Board to determine if the Company shall allot, issue and deal with H shares of the Company (the “**H Shares**”), according to the market conditions and the needs of the Company, provided that the number of H shares shall not exceed 20% of the total number of H Shares in issue as at the date of the passing of this special resolution.

The special resolution is as follows:

- (1) Subject to the conditions set out in paragraphs (3) and (4) below and pursuant to the Company Law of the PRC (the “**PRC Company Law**”) and the relevant regulatory requirements (as amended from time to time) of the places where the shares of the Company are listed, the Board be granted a general and unconditional mandate to exercise all the powers of the Company to allot, issue and deal with new H Shares during the “**Relevant Period**” and to determine the terms and conditions for the allotment and issue of new shares which include, without limitation, the following terms:

- a. number of new shares to be issued;
 - b. price determination method of new H Shares and/or issue price (including price range);
 - c. the starting and closing dates for the issue;
 - d. number of the new H Shares to be issued to existing shareholders; and
 - e. the making or granting of offers, agreements and options which might require the exercise of such powers.
- (2) The approval in paragraph (1) above shall authorise the Board during the “**Relevant Period**” to make or grant proposals, agreements and options which would or might require the exercise of such powers after the end of the “**Relevant Period**”.
- (3) The aggregate nominal amount of the new H Shares allotted, issued and dealt with conditionally or unconditionally (whether pursuant to an option or otherwise) by the Board pursuant to the approval in paragraph (1), other than the shares issued pursuant to the Rights Issue (as hereinafter defined) or the rights to purchase the shares of the Company under any option scheme or similar arrangement, shall not exceed 20% of the H Shares (excluding treasury shares) in issue respectively as at the date of passing this resolution.
- (4) In exercising the powers granted in paragraph (1), the Board shall (a) comply with the PRC Company Law and the relevant regulatory stipulations (as amended from time to time) of the places where the shares of the Company are listed; and (b) complete the filing procedures with the China Securities Regulatory Commission and obtain necessary approvals from other relevant PRC government departments.
- (5) For the purpose of this resolution:

“**Relevant Period**” means the period from the date of passing this resolution until the earlier of:

- a. the conclusion of the next annual general meeting following the passing of this special resolution;
- b. the expiration of a period of 12 months following the passing of the relevant resolution at the AGM; or

- c. the date on which the authority set out in this special resolution is revoked or varied by a special resolution of the Shareholders in any general meeting.

“**Rights Issue**” means the allotment or issue of shares in the Company or other securities which would or might require shares to be allotted and issued pursuant to an offer made to all the shareholders of the Company (excluding for such purpose any shareholder who is resident in a place where such proposed share allotment or issue is not permitted under the law of that place) and, where appropriate, the holders of other equity securities of the Company entitled to such offer, pro-rata (apart from fractional entitlements) to their existing holdings of shares or such other equity securities.

- (6) The Board, subject to the approval of the relevant authorities of the PRC and in accordance with the PRC Company Law, be authorised to increase the registered capital of the Company to the required amount upon the exercise of the powers pursuant to paragraph (1) above.
 - (7) The Board be authorised to sign the necessary documents, complete the necessary formalities and take other necessary steps to complete the allotment, issue and listing of new H Shares, provided that the same do not violate the relevant laws, administrative regulations, the relevant regulatory stipulations (as amended from time to time) of the places where the shares of the Company are listed and the Articles of Association.
 - (8) Subject to the approval of the relevant PRC authorities, the Board be authorised to make amendments to the Articles of Association as appropriate and necessary after the completion of the allotment and issue of new H Shares according to the method and number of the allotment and issue of new H Shares by the Company and the actual shareholding structure of the Company at the time of completion of the allotment and issue of new H Shares in order to reflect the changes of the share capital structure and registered capital of the Company pursuant to the exercise of this mandate.
- 22. To consider and approve the proposed adoption of Share Award Scheme.
 - 23. To consider and approve the proposed authorisation to the Board and/or its authorised persons to deal with matters pertaining to the Share Award Scheme.

24. To consider and approve (subject to the passing of resolution No. 22) a sublimit for service providers of 4,568,193 Shares, representing approximately 1% of the total issued Shares (excluding treasury shares) as at the date of adoption of the Share Award Scheme.

Yours faithfully

By order of the Board

Guangzhou Innogen Pharmaceutical Group Co., Ltd.

Dr. WANG QINGHUA

Chairman of the Board

Shanghai, the People's Republic of China, 5 June 2026

Notes:

1. Unless the context otherwise stated, capitalised terms used in this notice shall have the meanings as those defined in the circular of the Company dated 5 June 2026.
2. Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more persons (whether such person is a shareholder or not) as his/her/its proxy or proxies to attend and vote on his/her/its behalf. A proxy need not be a Shareholder. 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 proxy form. Every Shareholder present in person or by proxy shall be entitled to one vote for each H Share held by him/her/it.
3. In order to be valid, for H Shareholders, the proxy form together with the notarised power of attorney and other authorisation documents, if any, must be lodged at the Company's H share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not later than 24 hours prior to the AGM (i.e. no later than 10:00 a.m. on Sunday, 28 June 2026 (Hong Kong time)) or any adjournment thereof. In order to be valid, for unlisted shareholders, the proxy form together with the notarised power of attorney and other authorisation documents, if any, must be lodged at the Company's designated correspondence address at 21st Floor, Qiantan Times Square, 399 Haiyang West Road, Pudong New Area, Shanghai, the PRC as soon as possible and in any event not later than 24 hours prior to the AGM (i.e. no later than 10:00 a.m. on Sunday, 28 June 2026 (Hong Kong time)) or any adjournment thereof.

If the proxy is a legal person, its legal representative or any representative authorised by its board of directors or by other decision-making body shall attend the AGM on its behalf. If the Shareholder is a recognised clearing house (or its agent), the Shareholder may authorise one or more suitable persons to act as its representative at the AGM; however, if more than one person are authorised, the proxy form shall clearly indicate the number and types of shares each person is authorised to represent. The persons after such authorisation may represent the recognised clearing house (or its agent) to exercise the rights, as if they were the individual Shareholders.

A vote made in accordance with the terms of a proxy shall be valid notwithstanding the death or loss of capacity of the appointor or revocation of the proxy or the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given, provided that the Company does not receive any written notice in respect of such matters before the commencement of the AGM.

4. The record date for determining the entitlement of members of the Company to attend and vote at the AGM, the register of members of the Company will be fixed on Monday, 29 June 2026. The H Share register of members of the Company was closed from Wednesday, 24 June 2026 to Monday, 29 June 2026 (both days inclusive), during which period no transfer of H Shares will be registered. In order to be eligible to attend and vote at the AGM, holders of H shares shall deposit all transfer documents accompanied by the relevant share certificates at the Company's H 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 Tuesday, 23 June 2026 (Hong Kong time).
5. Completion and return of an instrument appointing a proxy will not preclude a Shareholder from attending and voting in person at the AGM and/or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.

6. As required under the Listing Rules, the above resolution will be decided by way of poll, except where the chairman, in good faith, decides to allow a resolution relating to a procedural or administrative matter to be voted on by show of hands.
7. Shareholders attending the AGM shall be responsible for their own travel and accommodation expenses.
8. References to time and dates in this notice are to Hong Kong time.
9. Shareholders or their proxies shall present their identity documents when attending the AGM. If an attending Shareholder is a legal person, its legal representative or director or person authorised by other governing body shall present the copy of the resolution of the board of directors or other governing body of such Shareholder for appointing such person to attend the AGM.
10. Where gale warning (orange typhoon warning or above), rainstorm warning (orange rainstorm warning or above), extreme weather conditions or other similar event is or are in force at 8:00 a.m. on the date of the AGM, the AGM will be postponed. The Company will post an announcement on its website (<http://www.innogenpharm.com>) and on the website of the Stock Exchange (<http://www.hkexnews.hk>) to notify the Shareholders of the date, time and place of the rescheduled meeting.

As at the date of this notice, the Board comprises Dr. WANG QINGHUA, Ms. Jiang Fan, Ms. Xu Wenjie and Mr. Huang Bing as executive Directors; Mr. HO KYUNG SHIK and Mr. Heng Lei as non-executive Directors; and Mr. Tao Wuping, Dr. Song Ruilin and Mr. Chan Heung Wing Anthony as independent non-executive Directors.