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东曜药业

TOT BIOPHARM International Company Limited

東曜藥業股份有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 1875)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 20 JUNE 2025

At the annual general meeting (the “AGM”) of TOT BIOPHARM International Company Limited (the “Company”) held on 20 June 2025, all the proposed resolutions as set out in the notice of the AGM dated 29 May 2025 were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries, the report of the directors of the Company (the “ Directors ”, collectively known as the “ Board ”) and the report of the auditor of the Company (the “ Auditor ”) for the year ended 31 December 2024.	479,278,701 (100.00%)	0 (0.00%)
2A.	To re-elect Dr. Liu, Jun as an executive Director.	479,278,701 (100.00%)	0 (0.00%)
2B.	To re-elect Ms. Yeh-Huang, Chun-Ying as a non-executive Director.	479,278,701 (100.00%)	0 (0.00%)
2C.	To re-elect Dr. Liu, Weidong as a non-executive Director.	479,278,701 (100.00%)	0 (0.00%)
2D.	To re-elect Ms. Sun, Hui as an independent non-executive Director.	479,278,701 (100.00%)	0 (0.00%)
2E.	To re-elect Mr. Zhang, Qing as an independent non-executive Director.	479,278,701 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2F.	To re-elect Dr. Gu, Xuelin as an independent non-executive Director.	479,278,701 (100.00%)	0 (0.00%)
2G.	To authorise the Board to fix the remuneration of the Directors.	479,278,701 (100.00%)	0 (0.00%)
3.	To re-appoint PricewaterhouseCoopers as the Auditor and to authorise the Board to fix its remuneration.	479,278,701 (100.00%)	0 (0.00%)
4A.	To give a general mandate to the Directors to allot, issue and deal with additional shares in the Company (together with the sale or transfer of treasury Shares) not exceeding 20% of the total number of issued shares of the Company (excluding treasury Shares) as at the date of passing the relevant resolution.	471,853,400 (98.45%)	7,425,301 (1.55%)
4B.	To give a general mandate to the Directors to buy back shares in the Company not exceeding 10% of the total number of issued shares of the Company (excluding treasury Shares) as at the date of passing the relevant resolution.	479,278,701 (100.00%)	0 (0.00%)
4C.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares (together with the sale or transfer of treasury Shares) by the amount representing the total number of issued shares of the Company bought back by the Company.	471,853,400 (98.45%)	7,425,301 (1.55%)
Special Resolutions		Number of Votes (%)	
		For	Against
5.	To approve the proposed change of the English name of the Company.	479,278,701 (100.00%)	0 (0.00%)
6.	To approve the proposed amendments to the amended and restated articles of association of the Company to reflect the change of the English name of the Company.	479,278,701 (100.00%)	0 (0.00%)

Notes:

- (a) The total number of shares of the Company in issue as at the date of the AGM was 772,787,887 shares.
- (b) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 772,787,887 shares.
- (c) The Company does not hold any treasury Shares (including any treasury Shares held or deposited with the Central Clearing and Settlement System) as at the date of the AGM, and accordingly, no voting rights of treasury Shares have been exercised at the AGM. There were no shares entitling the holder to attend but where the holder was required to abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (d) Pursuant to Rules 17.05A and 17.12(2) of the Listing Rules and the rules of the Company’s restricted share award scheme adopted on 29 May 2020, Teeroy Limited and Tricor Trust (Hong Kong) Limited, as trustees under the scheme holding a total of 47,590,948 shares of the Company as at the date of the AGM, shall not exercise any voting rights in respect of any award shares held by them as trustees, and accordingly did not exercise such voting rights at the AGM. Except as aforesaid, no shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (e) None of the shareholders of the Company have stated their intention in the Company’s circular dated 29 May 2025 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (f) The Company confirms that, as at the date of the AGM, (i) none of Mr. Lin, Jung-Chin or any of his associates and relatives as defined in Rules 14A.12 and 14A.21(1)(a) of the Listing Rules respectively (the “**Relevant Persons**”) had discussed or voted on any matters relating to the exercise of voting rights by Center Laboratories, Inc. (“**Centerlab**”) as a shareholder at the AGM (the “**Relevant Matters**”) at any relevant meeting of the board of directors of Centerlab; and (ii) where the Relevant Matters involved the approval or deliberation by the board of directors or the investment committee of Centerlab, none of Mr. Lin, Jung-Chin or any of the Relevant Persons was a member of the investment committee of Centerlab at the material time.
- (g) The Company’s share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (h) Dr. Liu, Jun, Mr. Fu, Shan, Ms. Yeh-Huang, Chun-Ying, Dr. Liu, Weidong, Ms. Sun, Hui, Mr. Zhang, Qing and Dr. Gu, Xuelin attended the AGM by electronic means.

By order of the Board
TOT BIOPHARM International Company Limited
Dr. Liu, Jun
Chief Executive Officer and Executive Director

Hong Kong, 20 June 2025

As at the date of this announcement, the executive director of the Company is Dr. Liu, Jun; the non-executive directors of the Company are Mr. Fu, Shan, Ms. Yeh-Huang, Chun-Ying and Dr. Liu, Weidong; and the independent non-executive directors of the Company are Ms. Sun, Hui, Mr. Zhang, Qing and Dr. Gu, Xuelin.