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JOINN

JOINN LABORATORIES (CHINA) CO., LTD.

北京昭衍新藥研究中心股份有限公司

(A c, c, f a c, f, e d e P e, e' R e f b c, f C a d e d a b)
(Stock code: 6127)

- (1) POLL RESULTS OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2025;**
- (2) AMENDMENTS TO THE ARTICLES OF ASSOCIATION;**
- (3) DISSOLUTION OF THE SUPERVISORY COMMITTEE AND RESIGNATION OF SUPERVISORS; AND**
- (4) ELECTION OF EMPLOYEE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of JOINN Laboratories (China) Co., Ltd. (the “**Company**”) is pleased to announce the poll results of the second extraordinary general meeting (the “**EGM**”) held on 5 December 2025.

For details of the resolutions considered at the EGM, the Shareholders may refer to the notice of the EGM and the Company’s circular dated 17 November 2025 (the “**Circular**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

1. CONVENING AND ATTENDANCE OF THE EGM

The EGM was convened as an on-site meeting at 2:30 p.m. on Friday, 5 December 2025 at Meeting Room, 7 Ruihe West 1st Road, Economic-Technological Development Area, Beijing, China. All Directors attended the EGM.

Attendance of the EGM

As at the date of the EGM, the total number of issued Shares was 749,477,334 Shares (including 630,482,128 A Shares and 118,995,206 H Shares). Among which, (i) 3,303,034 A Shares were held by the Company as Treasury Shares and should not entitled to vote and did abstain from voting on the resolutions proposed at the EGM; and (ii) the trustee of the 2022 H Shares Incentive Scheme, which held a total of 13,238,580 H Shares as at the date of the EGM, should not and did not exercise in respect of such H Shares held under the trust.

There were no Shareholders who were required to abstain from voting in favour when casting votes on any of the resolutions at the EGM according to Rule 13.40 of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “**Hong Kong Listing Rules**”). Save as disclosed above, there were no Shareholders who were required to abstain from voting according to the Hong Kong Listing Rules. None of the Shareholders has stated in the Circular his/her/its intention to vote against the relevant resolutions or to abstain from voting. A total of 497 Shareholders and authorised proxies who were entitled to vote, holding 219,538,389 Shares, representing 29.4218% of the total number of Shares with voting rights of the Company, were present at the EGM or participated in the online voting. Among those Shareholders, 496 A Shareholders and authorized proxies, holding 206,069,006 A Shares, representing 27.6167% of the total number of Shares with voting rights of the Company, were present at the EGM or participated in the online voting; one H Shareholder and authorized proxy, holding 13,469,383 H Shares, representing 1.0851% of the total number of Shares with voting rights of the Company, were present at the EGM.

2. VOTING RESULTS OF THE EGM

Voting at the EGM was taken by poll on site and online through the trading system of the Shanghai Stock Exchange (the “SSE”) and a designated voting system of the SSE by A Shareholders of the Company.

Voting results of the EGM

The A Shareholders and H Shareholders present at the EGM considered and approved the following resolutions by way of open poll via a combination of on-site and online voting, and the voting results are as follows:

No.	RESOLUTIONS	Number of Votes (%)			Approved or not
		FOR	AGAINST	ABSTAIN	
SPECIAL RESOLUTIONS					
1.	To consider and approve the proposed amendments to the Articles of Association of the Company and the proposed abolishment of the supervisory committee	219,122,434 (99.8105%)	366,263 (0.1668%)	49,692 (0.0226%)	Yes
2.	The proposed amendments to the certain corporate governance policies of the Company	/			
2.01	To consider and approve the proposed amendments to the Rules of Procedures for the General Meeting of Shareholders	219,101,215 (99.8009%)	387,064 (0.1763%)	50,110 (0.0228%)	Yes
2.02	To consider and approve the proposed amendments to the Rules of Procedures for the Meeting of the Board	207,457,026 (94.4969%)	12,034,153 (5.4816%)	47,210 (0.0215%)	Yes

ORDINARY RESOLUTIONS			
No.	Ordinary Resolutions (by way of cumulative voting)⁽¹⁾	Number of votes and the percentage of number of votes in number of shares in present carrying voting rights (%)	Elected or not
4.	To elect the following candidates as executive Directors of new session of the Board	/	
4.01	To elect Ms. Feng Yuxia as an executive Director	211,108,608 (96.1602%)	Yes
4.02	To elect Ms. Sun Yunxia as an executive Director	213,992,989 (97.4741%)	Yes
4.03	To elect Mr. Gao Dapeng as an executive Director	214,970,055 (97.9191%)	Yes
4.04	To elect Mr. Gu Jingliang as an executive Director	214,984,941 (97.9259%)	Yes
4.05	To elect Ms. Luo Xi as an executive Director	215,161,946 (98.0065%)	Yes
5.	To elect the following candidates as independent non-executive Directors of new session of the Board	/	
5.01	To elect Mr. Zhang Fan as an independent non-executive Director	215,322,423 (98.0796%)	Yes
5.02	To elect Mr. Yang Changyun as an independent non-executive Director	215,668,454 (98.2372%)	Yes
5.03	To elect Mr. Yang Fuquan as an independent non-executive Director	215,345,358 (98.0901%)	Yes
5.04	To elect Mr. Ying Fangtian as an independent non-executive Director	215,496,951 (98.1591%)	Yes

Note:

- (1) According to the Articles of Association of the Company, cumulative voting system was adopted in respect of the above Resolutions No. 4 and 5. A candidate for Director is elected when the total

Attestation by Lawyers and Scrutineer

Ernst & Young Hua Ming LLP served as the scrutineer at the EGM for the purpose of vote taking. The EGM was attested by Tian Yuan Law Firm to the Company, which issued a legal opinion, certifying that the convening and procedures of the EGM of the Company, the qualification of the convener, the qualification of the attendees and the voting procedures were in compliance with the relevant PRC laws and regulations and the Articles of Association of the Company. The resolutions passed at the EGM were lawful and valid.

3. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The resolution on the amendments of the Articles of Association of the Company was approved at the EGM and will take immediate effect.

4. DISSOLUTION OF THE SUPERVISORY COMMITTEE AND RESIGNATION OF SUPERVISORS

The Board announces that, according to “The Company Law of the People’s Republic of China” (《中華人民共和國公司法》) coming in force on July 1, 2024 (the “**PRC Company Law**”), a joint stock limited company may, in accordance with its articles of association, instead of having set up a supervisory committee, establish an audit committee which comprises directors of the board of directors and exercises the functions of the supervisory committee. As set out in the Circular, the proposed amendments to the Articles of Association included, among other things, the removal of the requirement of establishing a supervisory committee. Hence, following the approval by the Shareholders at the EGM in respect of the amendments of the Articles of Association, the Supervisory Committee has been dissolved accordingly with effect from 5 December 2025. Each of the Supervisors resigns as Supervisor with effect from 5 December 2025. Each of the Supervisors has confirmed that he or she has no disagreement with the Supervisory Committee and there is no matter relating to his or her resignation as a Supervisor that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to express heartfelt gratitude to each of the Supervisors for their valuable contributions and services to the Company during their tenures as Supervisors.

5. ELECTION OF EMPLOYEE DIRECTOR

The Board hereby announces that, the Company’s labour union committee meeting held on 5 December 2025 (the “**Labour Union Committee Meeting**”) elected Ms. Li Ye (“**Ms. Li**”) as the employee director of the Company for a term commencing from the date of election by the Labour Union Committee Meeting to the end of the term of office of the Fifth Session of the Board.

The biographical details of Ms. Li are set out as follows:

Ms. Li Ye, aged 43, graduated from Northwest Normal University (西北師範大學) in China in 2006 with a bachelor's degree. She joined our Company in 2007 and has served in different positions, such as the assistant of the chairperson of the board, head of the administration department, and a human resources manager. She served as the Company's employee representative supervisor from December 2012 to December 2025; currently holds the position of the director of human resources department.

As at the date of this announcement, save as disclosed above, Ms. Li has confirmed that (i) he/she has no relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) she does not hold any other position with the Company or its subsidiaries; (iii) she did not hold any directorships in any other listed companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years; and (iv) she is not interested in nor is deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Ms. Li, has confirmed that, as at the date of this announcement, save as disclosed above, there are no other matters relating to her appointment that need to be brought to the attention of the Shareholders or the Stock Exchange or to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

Upon due appointment, Ms. Li will enter into a service contract with the Company, for a term commencing from the date of election by the Labour Union Committee Meeting until the expiry of the term of the fifth session of the Board. Details of the remuneration of Ms. Li will be disclosed in the annual report of the Company.

By order of the Board
JOINN Laboratories (China) Co., Ltd.
Feng Yuxia
C a ! e ,

Hong Kong, 5 December 2025

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