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Ascletis Pharma Inc.

歌禮製藥有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1672)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON FEBRUARY 3, 2025

References are made to the notice (the “**EGM Notice**”) of the extraordinary general meeting (the “**EGM**”) and the circular (the “**Circular**”) of Ascletis Pharma Inc. (the “**Company**”) both dated January 15, 2025. Unless otherwise indicated, capitalised terms used herein have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

At the EGM held on February 3, 2025, a poll was demanded by the chairman of the EGM for voting on the ordinary resolutions (the “**Proposed Resolutions**”) proposed at the EGM as set out in the EGM Notice.

As at the date of the EGM, the total number of issued Shares was 1,006,409,000 Shares, including (i) 42,674,000 treasury Shares deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited and as such no voting rights of treasury shares have been exercised at the EGM; and (ii) 1,658,000 Shares repurchased by the Company which are pending for cancellation. The treasury Shares and Shares to be cancelled were excluded from the total number of Shares entitling the holder to attend and vote on the resolutions proposed at the EGM and the Company has not exercised the voting rights of the treasury Shares or Shares to be cancelled at the EGM. The Conditional Grants are subject to the approval by the Independent Shareholders, where Dr. Wu, Mrs. Wu and their respective associates and all other core connected persons of the Company shall abstain from voting in favor on the ordinary resolutions numbered 3 and 5 with respect to the Conditional Grants to Dr. Wu and Mrs. Wu; and Mr. Gargiulo and his close associates shall abstain from voting in favor on the ordinary resolution numbered 4 with respect to the Conditional Grants to Mr. Gargiulo, at the EGM pursuant to the Listing Rules. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the EGM was 683,797,049 Shares (save as the ordinary resolutions numbered 3 and 5 in relation to the Conditional Grants). Save as disclosed above, no Shareholder was required to abstain from voting at the EGM under the Listing Rules, and there were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules. No Shareholder had indicated in the EGM Circular that they intended to vote against or to abstain from voting on any resolutions proposed at the EGM. All Directors attended the EGM in person or by electronic means.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking at the EGM.

The poll results in respect of the Proposed Resolutions were as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To consider and approve the proposals for the adoption of 2025 Share Option Scheme and the 2025 Share Award Scheme, as well as the termination of the Existing Share Option Scheme, and authorise the directors of the Company (the “ Directors ”) to grant the Options in accordance with the 2025 Share Option Scheme and grant the Share Awards in accordance with the 2025 Share Award Scheme, and to do all such acts and execute all such documents as they may deem necessary or expedient to give full effect to the 2025 Share Option Scheme and the 2025 Share Award Scheme.	664,619,806 (97.195477%)	19,177,243 (2.804523%)
2.	To consider and approve the scheme mandate limits of the 2025 Share Option Scheme and the 2025 Share Award Scheme.	662,973,806 (96.954763%)	20,823,243 (3.045237%)
3.	Conditional upon the 2025 Share Option Scheme and the 2025 Share Award Scheme taking effect, to consider and approve the grant of 14,460,525 Options to Dr. Jinzi Jason WU pursuant to the 2025 Share Option Scheme and the grant of 23,136,840 Share Awards pursuant to the 2025 Share Award Scheme and to authorise Directors to do all such acts and/or execute all such documents as may be necessary or expedient in order to give effect to the foregoing.	4,425,925 (17.528993%)	20,823,243 (82.471007%)
4.	Conditional upon the 2025 Share Option Scheme and the 2025 Share Award Scheme taking effect, to consider and approve the grant of 4,820,175 Options to Mr. John P. GARGIULO pursuant to the 2025 Share Option Scheme and the grant of 5,784,210 Share Awards pursuant to the 2025 Share Award Scheme and to authorise Directors to do all such acts and/or execute all such documents as may be necessary or expedient in order to give effect to the foregoing.	662,973,806 (96.954763%)	20,823,243 (3.045237%)
5.	Conditional upon the 2025 Share Option Scheme and the 2025 Share Award Scheme taking effect, to consider and approve the grant of 3,856,140 Options to Mrs. Judy Hejingdao WU pursuant to the 2025 Share Option Scheme and the grant of 4,820,175 Share Awards pursuant to the 2025 Share Award Scheme and to authorise Directors to do all such acts and/or execute all such documents as may be necessary or expedient in order to give effect to the foregoing.	4,425,925 (17.528993%)	20,823,243 (82.471007%)

As more than 50% of the votes present at the EGM either in person or by proxy were cast in favour of each of ordinary resolutions numbered 1, 2 and 4, they were duly passed as ordinary resolutions of the Company. As less than 50% of the votes present at the EGM either in person or by proxy were cast in favour of each of ordinary resolutions numbered 3 and 5, they were not passed as ordinary resolutions of the Company. As disclosed in the Circular, the Conditional Grants to Dr. Wu and Mrs. Wu were subject to approval by Independent Shareholders, since ordinary resolutions numbered 3 and 5 were not passed at the EGM, the Conditional Grants to Dr. Wu and Mrs. Wu will not proceed.

By order of the Board
Ascletis Pharma Inc.
歌禮製藥有限公司
Jinzi Jason WU
Chairman

Hangzhou, the People's Republic of China
February 3, 2025

As at the date of this announcement, the Board comprises Dr. Jinzi Jason WU and Mrs. Judy Hejingdao WU, as executive Directors; and Dr. Yizhen WEI, Mr. Jiong GU and Ms. Lin HUA, as independent non-executive Directors.