

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Jinxin Fertility Group Limited

錦欣生殖醫療集團有限公司*

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 1951)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON MARCH 27, 2023**

Reference is made to the circular of Jinxin Fertility Group Limited (the “**Company**”) dated March 10, 2023 (the “**Circular**”) incorporating, amongst others, the notice (the “**Notice**”) of extraordinary general meeting of the Company (the “**EGM**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the EGM held on March 27, 2023, the proposed resolutions as set out in the Notice were taken by poll.

As at the date of the EGM, the total number of issued shares of the Company was 2,720,913,796 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the EGM. Pursuant to the Listing Rules and as stated in the Circular, Mr. Zhong Yong (who, as far as the Directors were aware, is holding an aggregate of 4,300,500 Shares, representing approximately 0.1581% of the total issued share capital of the Company as of the date of the EGM); Mr. Dong Yang (who, as far as the Directors were aware, is holding an aggregate of 3,475,000 Shares, representing approximately 0.1277% of the total issued share capital of the Company as of the date of the EGM); Ms. Lyu Rong (who, as far as the Directors were aware, is holding an aggregate of 5,504,000 Shares, representing approximately 0.2023% of the total issued share capital of the Company as of the date of the EGM); Ms. Li Yuan (who, as far as the Directors were aware, is holding an aggregate of 168,574 Shares, representing approximately 0.0062% of the total issued share capital of the Company as of the date of the EGM); Ms. Duan Hongmei (who, as far as the Directors were aware, is holding an aggregate of 29,283 Shares, representing approximately 0.0011% of the total issued share capital of the Company as of the date of the EGM); Ms. Deng Jianglin (who, as far as the Directors were aware, is holding an aggregate of 266,397 Shares, representing approximately 0.0098% of the total issued share capital of the Company as of the date of the EGM); Mr. Jiang Yingshuang (who, as far as the Directors were aware, is holding an aggregate of 38,917 Shares, representing

approximately 0.0014% of the total issued share capital of the Company as of the date of the EGM); Mr. Diao Lianghai (who, as far as the Directors were aware, is holding an aggregate of 33,823 Shares, representing approximately 0.0012% of the total issued share capital of the Company as of the date of the EGM); and Ms. Dong Jingjing (who, as far as the Directors were aware, is holding an aggregate of 34,314 Shares, representing approximately 0.0013% of the total issued share capital of the Company as of the date of the EGM) and their respective associates were required to abstain from voting on the resolutions at the EGM. As such, the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the EGM was 2,707,062,988 Shares. Save as disclosed above, to the best knowledge, information and belief of the Directors, no other Shareholder has any material interest in the Grant and the issue and allotment of the new Restricted Shares to the Connected Grantees and therefore was required to abstain from voting at the EGM under the Listing Rules.

There was no Share entitling the Shareholders to attend and vote only against the proposed resolutions at the EGM. No party has stated its intention in the Circular that it would vote against the proposed resolutions at the EGM.

Mr. Zhong Yong, Dr. John G. Wilcox, Mr. Dong Yang, Ms. Lyu Rong, Dr. Geng Lihong, Mr. Fang Min, Ms. Hu Zhe, Ms. Yan Xiaoqing, Dr. Chong Yat Keung, Mr. Li Jianwei, Mr. Wang Xiaobo and Mr. Ye Changqing attended the EGM either in person or by electronic means.

The Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results in respect of the resolutions proposed at the EGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
1.	A. The grant of 6,623,611 new restricted shares to Mr. Zhong Yong, an executive director of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,819,683 93.6890%	69,840,855 6.3110%
	B. The grant of 10,000,000 new restricted shares to Dr. John G. Wilcox, an executive director of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,819,683 93.6890%	69,840,855 6.3110%
	C. The grant of 5,419,318 new restricted shares to Mr. Dong Yang, an executive director of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,939,383 93.6816%	69,936,855 6.3184%
	D. The grant of 5,419,318 new restricted shares to Ms. Lyu Rong, an executive director of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,806,383 93.6785%	69,964,855 6.3215%
	E. The grant of 600,000 new restricted shares to Dr. Geng Lihong, an executive director of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,939,383 93.6792%	69,964,855 6.3208%
	F. The grant of 2,000,000 new restricted shares to Ms. Li Yuan, director of a subsidiary of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,939,383 93.6816%	69,936,855 6.3184%
	G. The grant of 2,000,000 new restricted shares to Ms. Duan Hongmei, director of a subsidiary of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,806,383 93.6808%	69,936,855 6.3192%
	H. The grant of 1,600,000 new restricted shares to Ms. Zhao Juanjuan, director of a subsidiary of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,806,383 93.6808%	69,936,855 6.3192%
	I. The grant of 1,000,000 new restricted shares to Ms. Liu Yi, director of the subsidiary of a Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,806,383 93.6808%	69,936,855 6.3192%

ORDINARY RESOLUTIONS		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
J.	The grant of 410,000 new restricted shares to Ms. Deng Jianglin, director of a subsidiary of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,806,383 93.6893%	69,836,855 6.3107%
K.	The grant of 600,000 new restricted shares to Mr. Zhang Yang, director of a subsidiary of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,806,383 93.6808%	69,936,855 6.3192%
L.	The grant of 410,000 new restricted shares to Mr. Jiang Yingshuang, director of a subsidiary of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,806,383 93.6893%	69,836,855 6.3107%
M.	The grant of 300,000 new restricted shares to Ms. Huang Hanmei, director of a subsidiary of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,939,383 93.6816%	69,936,855 6.3184%
N.	The grant of 205,000 new restricted shares to Mr. Diao Lianghui, director of a subsidiary of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,939,383 93.6792%	69,964,855 6.3208%
O.	The grant of 205,000 new restricted shares to Ms. Dong Jingjing, director of a subsidiary of the Company, pursuant to the 2022 Restricted Share Award Scheme.	1,036,939,383 93.6816%	69,936,855 6.3184%
2.	To authorize any one director of the Company (other than Mr. Zhong Yong, Dr. John G. Wilcox, Mr. Dong Yang, Ms. Lyu Rong and Dr. Geng Lihong) to do all such acts and things and execute all such documents which he/she may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the grant of the new restricted shares to the Connected Grantees pursuant to the 2022 Restricted Share Award Scheme.	1,037,692,877 93.7473%	69,211,361 6.2527%

Please refer to the Notice for the full text of the resolutions.

As more than 50% of votes were cast in favour of the resolutions, the above ordinary resolutions were duly passed at the EGM.

By order of the Board
Jinxin Fertility Group Limited
Zhong Yong
Chairman

Hong Kong, March 27, 2023

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Zhong Yong, Dr. John G. Wilcox, Mr. Dong Yang, Ms. Lyu Rong and Dr. Geng Lihong, as executive Directors; Mr. Fang Min, Ms. Hu Zhe and Ms. Yan Xiaoqing, as non-executive Directors; and Dr. Chong Yat Keung, Mr. Li Jianwei, Mr. Wang Xiaobo and Mr. Ye Changqing, as independent non-executive Directors.

* *For identification purpose only*