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Mega Genomics Limited

美因基因有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6667)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 1 MARCH 2024

Reference is made to the circular of Mega Genomics Limited (the “**Company**”) dated 8 February 2024 (the “**Circular**”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

At the EGM held on Friday, 1 March 2024, all the resolutions as set out in the notice of the EGM dated 8 February 2024 were passed by the shareholders of the Company by way of poll.

The poll results taken at the EGM are as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	<p>THAT:</p> <p>(a) (i) the 2024 Meinian OneHealth Genetic Testing Service Framework Agreement (as defined in the Circular) (a copy of which is tabled at the meeting and marked “A” and initialled by the chairman of the meeting for identification purpose), the terms of the transactions contemplated under the 2024 Meinian OneHealth Genetic Testing Service Framework Agreement and the implementation thereof be and are hereby approved, confirmed and ratified;</p> <p>(ii) the proposed annual caps in relation to the transactions contemplated under the 2024 Meinian OneHealth Genetic Testing Service Framework Agreement be and are hereby approved; and</p>	98,349,365 (100%)	0 (0%)

* For identification purpose only

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
	(b) the director(s) of the Company be and are hereby authorised for and on behalf of the Company to, amongst other matters, sign, execute and deliver or to authorise the signing, execution and delivery of all such documents and to do all such things as they may in their absolute discretion consider necessary, expedient or desirable to implement and/or to give effect to or otherwise in connection with the 2024 Meinian OneHealth Genetic Testing Service Framework Agreement, the proposed annual caps and the transactions contemplated thereunder and to be in the interests of the Company.”	98,349,365 (100%)	0 (0%)
2.	<p>THAT:</p> <p>(a) (i) the 2024 Dr. Yu Genetic Testing Service Framework Agreement (as defined in the Circular) (a copy of which is tabled at the meeting and marked “B” and initialled by the chairman of the meeting for identification purpose), the terms of the transactions contemplated under the 2024 Dr. Yu Genetic Testing Service Framework Agreement and the implementation thereof be and are hereby approved, confirmed and ratified;</p> <p>(ii) the proposed annual caps in relation to the transactions contemplated under the 2024 Dr. Yu Genetic Testing Service Framework Agreement be and are hereby approved; and</p>	98,349,365 (100%)	0 (0%)
	(b) the director(s) of the Company be and are hereby authorised for and on behalf of the Company to, amongst other matters, sign, execute and deliver or to authorise the signing, execution and delivery of all such documents and to do all such things as they may in their absolute discretion consider necessary, expedient or desirable to implement and/or to give effect to or otherwise in connection with the 2024 Dr. Yu Genetic Testing Service Framework Agreement, the proposed annual caps and the transactions contemplated thereunder and to be in the interests of the Company.”	98,349,365 (100%)	0 (0%)

Note: A total of 98,349,365 votes were cast in favour of the resolutions at the EGM, of which 24,242,000 votes were cast in favour of the resolutions inadvertently by Mega Marvelous Limited. Mega Marvelous Limited is indirectly owned as to 100% by KASTLE LIMITED, an independent trustee appointed under the terms of the restricted share unit scheme approved and adopted by the Board on 19 November 2021 (the “**RSU Scheme**”). According to the terms of the RSU Scheme, the trustee will refrain from exercising any voting rights attached to the Shares held by it. As such, the total number of votes cast for the resolutions (excluding the 24,242,000 votes cast by Mega Marvelous Limited) was 74,107,365 votes.

As at the date of the EGM, the total number of shares of the Company in issue was 237,989,200 shares, which includes 1,224,400 Shares repurchased by the Company but not yet cancelled (the “**Repurchased Shares**”). The Repurchased Shares will be cancelled in accordance with relevant laws and regulations and shall not be counted toward the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the EGM. As such, the total number of Shares entitling the holders thereof to attend and vote on all the resolutions at the EGM is 236,764,800. As disclosed in the Circular, the Controlling Shareholders who directly and indirectly control 82,054,067 Shares, representing 34.48% of the total issued share capital of the Company were required to abstain and did abstain from voting on the resolution proposed at the EGM. Save as disclosed above, there were no shares entitling the holder to attend and abstain from voting in favour of the resolution at the EGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and no shareholder was required under the Listing Rules to abstain from voting at the EGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM.

Save as disclosed above, there were no restrictions on any shareholders to cast votes on any of the resolutions proposed at the EGM.

As more than 50% of votes were casted in favour of the above resolutions, they were duly passed by the Independent Shareholders as an ordinary resolution of the Company at the EGM.

Ms. Lin Lin and Ms. Jiang Jing, being the executive directors of the Company attended the EGM in person. Dr. Zhang Ying and Mr. Jia Qingfeng, being the independent non-executive directors of the Company attended the EGM by way of video conference.

The Company’s share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the EGM.

By Order of the Board
Mega Genomics Limited
LIN Lin

Executive Director and Chairperson

Hong Kong, 1 March 2024

As at the date of this announcement, the executive directors of the Company are Dr. Yu Rong, Ms. Lin Lin and Ms. Jiang Jing; the non-executive director of the Company is Ms. Guo Meiling; and the independent non-executive directors of the Company are Dr. Zhang Ying, Mr. Jia Qingfeng and Dr. Xie Dan.