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Antengene Corporation Limited

德琪醫藥有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6996)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD
ON JUNE 14, 2024;
(2) RETIREMENT OF DIRECTOR AND CHANGE OF
COMPOSITION OF BOARD COMMITTEE;
AND
(3) AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

ANNUAL GENERAL MEETING

References are made to the circular (the “**AGM Circular**”) and the notice (the “**AGM Notice**”) of the Annual General Meeting (the “**AGM**”) of Antengene Corporation Limited (the “**Company**”) both dated April 29, 2024. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the AGM Circular.

POLL RESULTS OF THE AGM

The Board hereby announces that all of the proposed resolutions as set out in the AGM Notice were duly passed by the Shareholders as ordinary resolutions and as a special resolution by way of poll at the AGM held on June 14, 2024. The poll results in respect of all the proposed resolutions at the AGM were as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To approve the audited consolidated financial statements of the Company and the reports of the directors of the Company (the “ Directors ”) and auditor of the Company for the year ended December 31, 2023.	238,774,221 (100.00%)	0 (0.00%)

Ordinary Resolutions		No. of Votes (%)	
		For	Against
2.	(i) To re-elect Dr. Jay Mei as an executive Director.	228,909,010 (95.87%)	9,865,211 (4.13%)
	(ii) To re-elect Ms. Jing Qian as an independent non-executive Director.	238,774,221 (100.00%)	0 (0.00%)
	(iii) To re-elect Mr. Sheng Tang as an independent non-executive Director.	238,774,221 (100.00%)	0 (0.00%)
	(iv) To authorize the board (the “ Board ”) of Directors to fix the remuneration of the Directors.	202,295,798 (95.78%)	8,904,211 (4.22%)
3.	To re-appoint Ernst & Young as auditor of the Company and to authorize the Board to fix its remuneration.	238,774,221 (100.00%)	0 (0.00%)
4.	To grant a general mandate to the Directors to issue new shares of the Company (including any sale or transfer of treasury shares).	192,119,039 (90.97%)	19,080,970 (9.03%)
5.	To grant a general mandate to the Directors to repurchase shares of the Company.	211,200,009 (100.00%)	0 (0.00%)
6.	To extend the general mandate to issue new shares (including any sale or transfer of treasury shares) by adding the number of shares repurchased.	192,119,039 (90.97%)	19,080,970 (9.03%)
7.	To approve the proposed amendments to the 2020 Equity Incentive Plan (the “ Equity Incentive Plan ”) and authorize the Directors to grant the awards thereunder, and do all such acts and execute all such documents as he/she may deem necessary or expedient in order to give full effect to the implementation of the Equity Incentive Plan.	201,023,250 (95.18%)	10,176,759 (4.82%)
8.	To approve the proposed amendments to the 2022 Antengene RSU Scheme (the “ RSU Scheme ”) and authorize the Directors to grant the awards thereunder, and do all such acts and execute all such documents as he/she may deem necessary or expedient in order to give full effect to the implementation of the RSU Scheme.	201,023,250 (95.18%)	10,176,759 (4.82%)
9.	To approve the Scheme Limit.	201,023,250 (95.18%)	10,176,759 (4.82%)
10.	To approve the Service Provider Sublimit.	201,023,250 (95.18%)	10,176,759 (4.82%)

Special Resolution		No. of Votes (%)	
		For	Against
11.	To approve the proposed amendments to the memorandum and articles of association and the adoption of the eighth amended and restated memorandum and articles of association.	211,200,009 (100.00%)	0 (0.00%)

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

As more than 50% of the votes attaching to the Shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of each of the above ordinary resolutions numbered 1 to 10, all the proposed ordinary resolutions were duly passed as ordinary resolutions of the Company at the AGM. As more than 75% of votes attaching to the Shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of the above special resolution numbered 11, the proposed special resolution was duly passed as a special resolution of the Company at the AGM.

GENERAL

As at the date of the AGM, the number of issued Shares was 674,888,744 Shares. The Trustee (who held 45,383,232 Shares under the Equity Incentive Plans and 17,936,976 Shares under the RSU Scheme respectively) was required to and had abstained from voting on the resolutions proposed at the AGM. There were (i) no treasury Shares held by the Company (including any treasury Shares held or deposited with CCASS), and (ii) no Shares repurchased by the Company which are pending cancellation. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM was 611,568,536. Save as disclosed above, there were no Shares entitling the holder to attend and abstain from voting in favour of any resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholders were required to abstain from voting at the AGM under the Listing Rules and none of the Shareholders has stated their intention in the AGM Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The Directors, namely Dr. Jay Mei, Mr. John F. Chin, Mr. Donald Andrew Lung, Dr. Kan Chen, Ms. Jing Qian, Mr. Sheng Tang and Dr. Rafael Fonseca, attended the AGM either in person or by electronic means.

RETIREMENT OF DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEE

As stated in the AGM Circular, Dr. Kan Chen (“**Dr. Chen**”) did not offer himself for re-election at the AGM. Accordingly, Dr. Chen has retired by rotation as a non-executive Director at the conclusion of the AGM.

Following the retirement of Dr. Chen as a non-executive Director at the conclusion of the 2024 AGM, Dr. Chen has also ceased to be a member of the Scientific Committee.

Dr. Chen has confirmed that (i) he has no disagreement with the Board; and (ii) there are no matters with respect to his retirement that need to be brought to the attention of the Stock Exchange of Hong Kong Limited or the Shareholders.

The Board would like to extend its gratitude to Dr. Chen for his valuable contributions to the Company during his tenure of service.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board is pleased to announce that as a result of the passing of the above special resolution no. 11, the Articles of Association has been amended with effect from June 14, 2024. Please refer to the AGM Circular for details of the proposed amendments. For the full text of the eighth amended and restated memorandum and articles of association of the Company, please refer to the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.antengene.com).

By order of the Board
Antengene Corporation Limited
Dr. Jay Mei
Chairman

Hong Kong, June 14, 2024

As at the date of this announcement, the board of directors of the Company comprises Dr. Jay Mei, Mr. John F. Chin and Mr. Donald A. Lung as executive directors; and Ms. Jing Qian, Mr. Sheng Tang and Dr. Rafael Fonseca as independent non-executive directors.