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ANSELME LIMITED

(Incorporated in the British Virgin Islands with limited liability)



HUAKANG BIOMEDICAL HOLDINGS COMPANY LIMITED

華康生物醫學控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8622)

**JOINT ANNOUNCEMENT
DESPATCH OF THE COMPOSITE DOCUMENT
RELATING TO MANDATORY UNCONDITIONAL CASH OFFERS BY**



**FOR AND ON BEHALF OF ANSELME LIMITED
TO ACQUIRE ALL THE ISSUED SHARES OF AND
TO CANCEL ALL OUTSTANDING SHARE OPTIONS OF
HUAKANG BIOMEDICAL HOLDINGS COMPANY LIMITED
(OTHER THAN THOSE ALREADY OWNED AND/OR
AGREED TO BE ACQUIRED BY ANSELME LIMITED AND
PARTIES ACTING IN CONCERT WITH IT)**

Joint Financial Advisers to the Offeror



Independent Financial Adviser to the Independent Board Committee



References are made to (i) the joint announcement dated 9 October 2025 in relation to, among others, the Sale and Purchase Agreement, the Offers and completion of acquisition of shares in the Company by the Offeror; (ii) the announcement jointly published by the Offeror and the Company dated 28 October 2025 in relation to the delay in despatch of the Composite Document; and (iii) the Composite Document dated 20 November 2025 jointly issued by the Offeror and the Company in relation to, among other things, the mandatory unconditional cash offers by Kingston Securities Limited for and on behalf of the Offeror to (i) acquire all the issued shares of the Company (other than those already owned and/or agreed to be acquired by

the Offeror and parties acting in concert with it); and (ii) to cancel all the outstanding Share options. Unless otherwise stated, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

(I) DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document containing, among others, (i) the terms of the Offers; (ii) the recommendation from the Independent Board Committee to the Offer Shareholders and the Offer Optionholders; and (iii) the advice from the Independent Financial Adviser in respect of the Offers, together with the Forms of Acceptance, have been despatched to the Shareholders and the Optionholders on 20 November 2025 in accordance with the Takeovers Code.

Expected timetable for the Offers

The Offers will be open for acceptance on and from Thursday, 20 November 2025 and will be closed for acceptance at 4:00 p.m. on Thursday, 11 December 2025 unless the Offeror revises or extends the Offers in accordance with the Takeovers Code. The latest time and date for acceptance of the Offers is 4:00 p.m. on Thursday, 11 December 2025. The announcement of the results of the Offers will be made by 7:00 p.m. on Thursday, 11 December 2025.

The expected timetable set out below is indicative only and may be subject to changes. Further announcement(s) will be made in the event of any changes to the timetable as and when appropriate. Unless otherwise specified, all references to time and date contained in this joint announcement refer to Hong Kong local time and dates.

Event	Time and Date 2025
Despatch date of the Composite Document and the Forms of Acceptance (<i>Note 1</i>)	Thursday, 20 November
Offers opens for acceptance (<i>Note 1</i>)	Thursday, 20 November
Latest time and date for acceptance of the Offers (<i>Notes 2, 3 and 5</i>).	by 4:00 p.m. on Thursday, 11 December
Closing Date (<i>Notes 3 and 5</i>)	Thursday, 11 December

Event

**Time and Date
2025**

Announcement of the results of the Offers
(or its extension or revision, if any)
on the websites of the Stock Exchange
and the Company (*Notes 3 and 5*) no later than 7:00 p.m. on
Thursday, 11 December

Latest date for posting of remittances for the
amounts due in respect of valid acceptances
received under the Offers (*Notes 4 and 5*) Monday, 22 December

Notes:

1. The Offers, which are unconditional in all respects, are made on the date of posting of the Composite Document, and are capable of acceptance on and from that date until 4:00 p.m. on the Closing Date, unless the Offeror revises or extends the Offers in accordance with the Takeovers Code. Acceptances of the Offers shall be irrevocable and not capable of being withdrawn, except in the circumstances set out in the paragraph headed “6. Right of withdrawal” in Appendix I to the Composite Document.
2. Beneficial owners of Offer Shares who hold their Offer Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (as set out in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.
3. In accordance with the Takeovers Code, the Offers must initially be open for acceptance for at least 21 days following the date on which the Composite Document is posted. The Offers will be closed for acceptances on the Closing Date. The latest time and date for acceptance of the Offers will be 4:00 p.m. on Thursday, 11 December 2025 unless the Offeror revises or extends the Offers in accordance with the Takeovers Code. The Offeror and the Company will jointly issue an announcement through the websites of the Stock Exchange and the Company by no later than 7:00 p.m. on the Thursday, 11 December 2025 stating whether the Offers have been extended, revised or closed for acceptance. In the event that the Offeror decides to revise or extend the Offers and the announcement does not specify the next closing date, at least 14 days’ notice by way of an announcement will be given before the Offers are closed to those Offer Shareholders and Offer Optionholders who have not accepted the Offers.
4. Remittances in respect of the cash consideration (after deducting the seller’s ad valorem stamp duty) payable in respect of the Offer Shares tendered under the Share Offer will be despatched to the accepting Offer Shareholders by ordinary post at their own risk as soon as possible, and remittances in respect of the cash consideration payable for the Share Options tendered under the Option Offer will be despatched to the Offer Optionholders by ordinary post at their own risk as soon as possible, but in any event no later than seven (7) Business Days after the date of receipt by the Registrar (in respect of the Share Offer) or the Company (in respect of the Option Offer) of the duly completed Forms of Acceptance and all requisite documents to render such acceptance complete and valid in accordance with the Takeovers Code.

5. If any severe weather condition is in force in Hong Kong:
- (i) at any local time before 12:00 noon but no longer in force after 12:00 noon on the latest date for acceptance of the Offers and the latest date for despatch of remittances for the amounts due under the Offers in respect of valid acceptances, the latest time for acceptance of the Offers will remain at 4:00 p.m. on the same Business Day and the latest date for despatch of remittances will remain on the same Business Day; or
 - (ii) at any local time at or after 12:00 noon on the latest date for acceptance of the Offers and the latest date for despatch of remittances for the amounts due under the Offers in respect of valid acceptances, the latest time for acceptance of the Offers will be rescheduled to 4:00 p.m. on the next Business Day and the latest date for despatch of remittances will be rescheduled to the next Business Day which does not have any of those warnings in force at 12:00 noon and/or thereafter (or another Business Day thereafter that does not have any severe weather condition at 12:00 noon or thereafter).

For the purpose of this Composite Document, “severe weather” refers to the scenario where Typhoon Signal No. 8 or above, a Black Rainstorm Warning (as issued by the Hong Kong Observatory), or the “Extreme Conditions” warning (as announced by the Hong Kong government) is in force in Hong Kong.

Save as mentioned above, if the latest time for acceptance of the Offers does not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Company will jointly notify the Offer Shareholders and Optionholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

WARNING:

THE OFFERS ARE UNCONDITIONAL IN ALL RESPECTS. OFFER SHAREHOLDERS AND OFFER OPTIONHOLDERS ARE ENCOURAGED TO READ THE COMPOSITE DOCUMENT AND THE ACCOMPANYING FORMS OF ACCEPTANCE CAREFULLY, INCLUDING THE LETTER FROM THE INDEPENDENT FINANCIAL ADVISER AND THE LETTER FROM THE INDEPENDENT BOARD COMMITTEE BEFORE DECIDING WHETHER OR NOT TO ACCEPT THE OFFERS.

SHAREHOLDERS, OPTIONHOLDERS AND POTENTIAL INVESTORS OF THE COMPANY ARE REMINDED TO MONITOR THE ANNOUNCEMENTS TO BE MADE BY THE COMPANY OR JOINTLY BY THE OFFEROR AND THE COMPANY IN RESPECT OF THE PROGRESS OF THE OFFERS AND ARE ADVISED TO EXERCISE CAUTION WHEN DEALING IN THE SECURITIES OF THE COMPANY. IF THE SHAREHOLDERS, OPTIONHOLDERS AND POTENTIAL INVESTORS OF THE COMPANY ARE IN ANY DOUBT ABOUT THEIR POSITIONS, THEY SHOULD CONSULT THEIR LICENSED SECURITIES DEALERS OR REGISTERED INSTITUTIONS IN SECURITIES, BANK MANAGERS, SOLICITORS, PROFESSIONAL ACCOUNTANTS OR OTHER PROFESSIONAL ADVISERS.

THE OFFEROR AND THE COMPANY REMIND THEIR RESPECTIVE ASSOCIATES OF THE DEALING RESTRICTIONS UNDER THE TAKEOVERS CODE AND TO DISCLOSE THEIR PERMITTED DEALINGS, IF ANY, IN ANY SECURITIES OF THE COMPANY.

(II) APPOINTMENT OF DIRECTOR

The Board is pleased to announce that with effect from 20 November 2025 following the despatch of the Composite Document, Dr. Zhou Xunyong (“**Dr. Zhou**”) has been appointed as an Executive Director.

The biographies of the new Director are set out below:

Dr. Zhou Xunyong

Dr. Zhou, aged 50, is an entrepreneur and researcher with over 6 years of experience in biotechnology and health innovation. Dr. Zhou’s main topic of research is enzyme-based theory for food products, cosmetics, daily chemicals and tea, and held over 20 patents as at the date of this joint announcement. He has published many research papers on enzyme-based theory in international academic journals and conferences as well as authored a book with the title of “酶基免疫平衡”. Dr. Zhou is principally engaged in the development in biological enzyme solutions and cell therapy technologies through his other companies, including Nanjing Hezhen Holding Group Co., Ltd.* (南京和臻控股集團有限公司), which is owned by him as to 99% and is principally engaged in using healthcare generative pre-training transformer and enzyme therapy knowledge to co-create a sharing platform to provide customers with a new generation of health solutions and its 70%-owned subsidiary, Changsha Kerong Health Technology Co., Ltd.* (長沙可容健康科技股份有限公司), which is principally engaged in digital health services to customers, which has established a health service team with medical experts, product experts and service experts as the core, and features artificial intelligence to provide users with health education, health consultation, and health management services. Dr. Zhou also owns 99% equity interest in Nanjing Zhencui Holding Group Co., Ltd.* (南京臻萃控股集團有限公司), which has a wholly-owned subsidiary, Zhencui (Jiangsu) Enzyme Technology Development Co., Ltd.* (臻萃(江蘇)酶科技發展有限公司) that operates a research and production plant for enzymes based products in Suqian City, Jiangsu Province, the PRC.

Dr. Zhou graduated from Tianjin University (天津大學) of the PRC with a Bachelor of Engineering degree majoring in Business Administration in December 2002 and Fudan University (復旦大學) of the PRC with a Master of Laws degree in January 2011. Dr. Zhou subsequently obtained his Doctorate degree in Business Administration from the Université Nice-Sophia Antipolis in Nice, France in December 2016. He is currently the honorary chairman of the Vaccine and Immune Health Branch of the Liaoning Immunology Society (遼寧省免疫學會疫苗和免疫健康分會名譽主任委員) and a member of the National Enzyme Engineering and Fermentation Engineering Professional Committee (全國酶工程和發酵工程專業委員會委員).

* For identification purpose only

Dr. Zhou has entered into a director's service agreement with the Company for a term of three years and will be subject to retirement by rotation and re-election at least once every three years. Pursuant to the service agreement between Dr. Zhou and the Company, Dr. Zhou is entitled to receive a remuneration of HK\$360,000 per annum, which is determined by the Remuneration Committee with reference to his duties and responsibilities with the Company and an annual discretionary performance bonus of such an amount to be determined by the remuneration committee of the Board from time to time with reference to the financial results of the Company and on his performance. Save as disclosed above, Dr. Zhou is not entitled to any other emoluments.

As at the date of this joint announcement, (i) Dr. Zhou is the sole shareholder and director of the Offeror which is the controlling shareholder of the Company and in turn interested in approximately 51.84% of the entire issued share capital of the Company; and (ii) is a person acting in concert with the Offeror.

Save as disclosed above, Dr. Zhou confirms that as at the date of this joint announcement, he (i) has not held any other major appointments and qualifications or directorships in the last three years before his appointment date in any public companies the securities of which are listed on any securities markets in Hong Kong or overseas; (ii) is not interested in any Shares within the meaning of Part XV of the SFO; (iii) does not have any relationships with any Directors, senior management, substantial Shareholders or controlling Shareholders (each as respectively defined in the GEM Listing Rules); and (iv) does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, there are no other matters relating to the appointment of Dr. Zhou that need to be brought to the attention of the Shareholders nor any information that need to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board would like to take this opportunity to extend its warmest welcome to Dr. Zhou on his appointment.

By order of the Board
Anselme Limited
Zhou Xunyong
Sole Director

By order of the Board
Huakang Biomedical Holdings Company Limited
Zhang Yujing
Chairman and Executive Director

Hong Kong, 20 November 2025

As at the date of this joint announcement, Dr. Zhou Xunyong is the sole director of the Offeror. As the sole director of the Offeror, Dr. Zhou Xunyong accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Vendor and the Group) and confirm, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than that expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

As at the date of this announcement, the Executive Directors are Ms. Zhang Yujing Mr. Zhang Chunguang, Mr. Poon Lai Yin Michael and Dr. Zhou Xunyong; the Non-executive Directors are Dr. Bu Su and Dr. Xu Ming; and the Independent Non-executive Directors are Dr. Chow Kwok Fai Joseph, Ms. Wang Yachun and Mr. Tsui Wing Tak. The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than those relating to the Offeror) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the director of the Offeror in their capacity as such) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

This joint announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange website at www.hkexnews.hk for at least seven days from the date of publication and on the Company’s website at www.huakangbiomedical.com.