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## **GIANT BIOGENE HOLDING CO., LTD**

### **巨子生物控股有限公司**

*(An exempted company incorporated in the Cayman Islands with limited liability)*

**(Stock code: 2367)**

## **(1) PROPOSED ADOPTION OF SHARE SCHEMES AND (2) SUPPLEMENTAL INFORMATION IN RELATION TO ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2022**

### **PROPOSED ADOPTION OF SHARE SCHEMES**

The Board is pleased to announce that on 31 July 2023, the Board has resolved to propose the adoption of the 2023 Share Option Scheme and the 2023 Share Award Scheme for the approval by the Shareholders at the extraordinary general meeting to be convened by the Company.

The purpose of the 2023 Share Option Scheme and the 2023 Share Award Scheme is to provide an opportunity for the participants to have a personal stake in the Company, to recognize, motivate and provide incentives to the participants, to attract and retain the best available personnel, to provide additional incentives to the participants, to promote the success of the business of the Group, and for such other purposes as the Board may approve from time to time.

Each of the 2023 Share Option Scheme and the 2023 Share Award Scheme will constitute a share scheme under Chapter 17 of the Listing Rules.

Resolutions will be proposed at the forthcoming extraordinary general meeting of the Company for Shareholders to consider and approve the proposed adoption of the 2023 Share Option Scheme and the 2023 Share Award Scheme, and authorise the Board to grant the share options and/or share awards pursuant to the 2023 Share Option Scheme and the 2023 Share Award Scheme and to allot and issue the Shares of the Company pursuant to the grant of the share options and/or awards (subject to the approval of the listing of, and permission to deal in, the Shares by the Listing Committee of the Stock Exchange).

The Company adopted the RSU Scheme on 8 December 2021. The maximum number of Shares underlying all RSUs to be granted under the RSU Scheme in aggregate shall not exceed 19,000,000 Shares, representing approximately 1.91% of the total issued share of the Company as at the date of this announcement. As at the date of this announcement, all the RSUs with a total of 19,000,000 underlying Shares had been granted. Save as disclosed above, the Company does not have any other share scheme as at the date of this announcement.

A circular containing, among other things, details and principal terms of 2023 Share Option Scheme and the 2023 Share Award Scheme will be despatched to the Shareholders in accordance with the requirements of the Listing Rules. As at the date of this announcement, the 2023 Share Option Scheme and the 2023 Share Award Scheme remain subject to the approval of the Shareholders. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Company's securities.

## SUPPLEMENTAL INFORMATION IN RELATION TO THE ANNUAL REPORT

Reference is made to the Annual Report. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Annual Report.

In addition to the information disclosed in the Annual Report, the Company would like to provide the following supplemental information.

### Significant Investment

During the year ended 31 December 2022, the Group subscribed wealth management products issued by banks in the PRC with its working capital as part of the Group's fund management to maximize its return on the surplus cash received from its business operation while maintaining flexibility and liquidity. Such wealth management products were with relatively low risk and high liquidity. Details of wealth management products held by the Group with a value of 5% or more of the Group's total assets as at 31 December 2022 are set out as follows:

Name of Counterparty	Product Type	Principal Amount as of 31 December 2022 (RMB'000)	Unrealised Gain or Loss for the Year 2022 (RMB'000)	Fair Value Change as of 31 December 2022 (RMB'000)	Fair Value as of 31 December 2022 (RMB'000)	Assets Ratio <sup>1</sup>
Bank of Xi'an	Wealth management products with non-guaranteed principal and floating return	499,473	564	564	500,037	15.93%
Chang'an Bank	Wealth management products with non-guaranteed principal and floating return	310,000	(1,939)	(1,939)	308,061	9.82%

*Note:*

- The asset ratio set out in this table is computed by dividing the fair value of the relevant products as of 31 December 2022 by the total assets of the Company as of 31 December 2022.

Save as disclosed above, for the year ended 31 December 2022, the Group had no other significant investments with a value of 5% or more of the Group's total assets as at 31 December 2022 (including any investment in an investee company with a value of 5% or more of the Group's total assets as of 31 December 2022). The subscription of the wealth management products above were conducted prior to the listing of the Company on the Stock Exchange on 4 November 2022 without application of the Company's proceeds from the Global Offering.

### **Employee Incentive Plan**

In addition to the disclosure on pages 27 to 28 of the Annual Report on the RSU Scheme of the Company, (i) as at 31 December 2022, Mr. Yan Jianya, Chairman of the Board, executive Director and chief executive officer, was granted a total of 10,459,502 underlying Shares under the RSU Scheme, which accounted for approximately 1.05% of the total number of issued Shares. Save as disclosed in this supplemental announcement, there is no other participants with underlying Shares granted in excess of 1% of the total issued Shares under the RSU Scheme as at 31 December 2022; (ii) there is no maximum entitlement of each participant under the RSU Scheme as the RSU Scheme was adopted before the adoption date of the currently effective Chapter 17 of the Listing Rules, and (iii) the RSUs under the RSU Scheme are share award in nature. The RSU Scheme is the only employee share incentive scheme that the Company had adopted as of 31 December 2022, and the Modified Plan as disclosed in Note 29 to the financial statements of the Annual Report refer to the RSU Scheme.

Save as disclosed above, all other information in the Annual Report remains unchanged.

### **DEFINITIONS**

In this announcement, the following expressions shall have the meaning set out below unless the context requires otherwise:

“2023 Share Award Scheme”	the share award scheme of the Company proposed to be adopted at the extraordinary general meeting to be convened by the Company
“2023 Share Option Scheme”	the share option scheme of the Company proposed to be adopted at the extraordinary general meeting to be convened by the Company
“Annual Report”	the annual report of the Company for the year ended 31 December 2022
“Board”	the board of directors of the Company
“Company”	Giant Biogene Holding Co., Ltd (巨子生物控股有限公司), a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (Stock code: 02367)
“Director(s)”	the director(s) of the Company

“Group”	the Company and its subsidiaries from time to time
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange (as amended, supplemented or otherwise modified from time to time)
“RSU(s)”	restricted share units(s)
“RSU Scheme”	the pre-IPO RSU employee incentive scheme adopted by the Company on 8 December 2021
“Share(s)”	the ordinary share(s) in the issued share capital the Company with a par value of US\$0.00001 each or if there has been a subsequent subdivision, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board  
**Giant Biogene Holding Co., Ltd**  
**YAN Jianya**  
*Chairman of the Board*

Xi'an, the PRC, 31 July 2023

*As of the date of this announcement, the Board comprises Mr. Yan Jianya, Ms. Ye Juan and Ms. Fang Juan as executive Directors, Mr. Chen Jinhao as a non-executive Director, and Mr. Huang Jin, Mr. Shan Wenhua and Ms. Wong Sze Wing as independent non-executive Directors.*