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**Touyun Biotech Group Limited**  
**透雲生物科技集團有限公司**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 1332)**

**PROPOSED AMENDMENTS TO THE BYE-LAWS  
AND  
PROPOSED ADOPTION OF NEW BYE-LAWS**

This announcement is made by Touyun Biotech Group Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), in relation to the proposed amendment and restatement to the Company’s existing amended and restated bye-laws (the “**Existing Bye-Laws**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the Existing Bye-Laws by way of adopting the second amended and restated bye-laws (the “**Amended and Restated Bye-Laws**”) in order to:

- (a) updating and bringing the Existing Bye-Laws to reflect and align with the latest regulatory requirements in relation to hybrid meetings and electronic voting requirements, the expanded paperless listing regime and the electronic dissemination of corporate communications by listed issuers and the relevant amendments made to the Listing Rules;
- (b) updating and bringing the Existing Bye-Laws to reflect and align with the latest regulatory requirements in relation to treasury shares and the relevant amendments made to the Listing Rules;
- (c) updating the Existing Bye-Laws to prepare for the uncertificated securities market regime; and
- (d) make certain housekeeping amendments (the “**Proposed Amendments**”).

In view of the Proposed Amendments to be made to the Existing Bye-Laws, the Board proposes to put forward to the shareholders (the “**Shareholders**”) of the Company for approval at the annual general meeting (the “**AGM**”) to be convened and held on 5 June 2026 a special resolution to amend the Existing Bye-Laws by the adoption of the Amended and Restated Bye-Laws in substitution for, and to the exclusion of, the Existing Bye-Laws so as to consolidate all the Proposed Amendments.

Full version of the Amended and Restated Bye-Laws which included the Proposed Amendments will be set out in the appendix to the circular for the AGM to be despatched to the Shareholders. The Board is of the view that the Proposed Amendments and the adoption of the Amended and Restated Bye-Laws are in the interests of the Company and the Shareholders as a whole. The Proposed Amendments and the adoption of the Amended and Restated Bye-Laws are subject to the approval of the Shareholders by way of special resolution at the AGM and, if approved, will become effective upon the close of the AGM. Prior to the passing of the relevant special resolution at the AGM, the Existing Bye-Laws shall remain valid.

After the Proposed Amendments and the adoption of the Amended and Restated Bye-Laws come into effect, the full text of the Amended and Restated Bye-Laws will be published on the websites of the Stock Exchange and the Company. A circular containing, among other things, full version of the Proposed Amendments together with the notice to convene the AGM and the proxy form will be despatched to the Shareholders in due course.

By Order of the Board  
**Touyun Biotech Group Limited**  
**Wang Liang**  
*Chairman and Executive Director*

Hong Kong, 17 April 2026

*As at the date of this announcement, the Board comprises the following directors:*

*Executive Directors*

Mr. Wang Liang (*Chairman*)

Mr. Du Dong

*Non-executive Directors*

Mr. Chen Hui

Ms. Tian Yuze

Mr. Zhang Lele

*Independent Non-executive Directors*

Mr. Cheung Wing Ping

Mr. Ha Kee Choy Eugene

Mr. To Shing Chuen