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Fusen Pharmaceutical Company Limited

福森藥業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1652)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 June 2019

Reference is made to the circular (the “**AGM Circular**”) dated 29 April 2019. Capitalised terms used in this announcement shall have the same meaning as those defined in the AGM Circular unless otherwise defined herein.

The Board is pleased to announce that at the AGM held at 7/F., Nexxus Building, 77 Des Voeux Road Central, Hong Kong, on Friday, 28 June 2019 at 12:15 p.m., all the proposed resolutions as set out in the AGM Notice have been duly passed by the Shareholders by way of poll.

The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)		Total number of votes cast
		For	Against	
1.	To receive and adopt the audited financial statements of the Company, the reports of the directors and the independent auditors of the Company for the year ended 31 December 2018.	587,162,000 (100%)	0 (0%)	587,162,000 (100%)

Ordinary Resolutions		Number of Votes (%)		Total number of votes cast
		For	Against	
2.	(a) To re-elect Mr. Chi Yongsheng as executive director of the Company.	587,162,000 (100%)	0 (0%)	587,162,000 (100%)
	(b) To re-elect Ms. Meng Qingfen as executive director of the Company.	587,162,000 (100%)	0 (0%)	587,162,000 (100%)
	(c) To re-elect Mr. Ho Ka Chun as independent non-executive director of the Company.	587,162,000 (100%)	0 (0%)	587,162,000 (100%)
	(d) To re-elect Mr. Lee Kwok Tung Louis as an independent non-executive director of the Company.	587,162,000 (100%)	0 (0%)	587,162,000 (100%)
	(e) To authorize the board of directors of the Company to fix the remuneration of directors.	587,162,000 (100%)	0 (0%)	587,162,000 (100%)
3.	To re-appoint Messrs. KPMG as auditors of the Company and to authorize the board of directors of the Company to fix the auditors' remuneration for the ensuing year.	587,162,000 (100%)	0 (0%)	587,162,000 (100%)
4.	To declare a final dividend of RMB0.74 cents per ordinary share for the year ended 31 December 2018.	587,162,000 (100%)	0 (0%)	587,162,000 (100%)
5.	To give a general mandate to the directors to issue new shares of the Company not exceeding 20% of the total number of issued shares of the Company (ordinary resolution in item No. 5 of the notice of annual general meeting).	587,162,000 (100%)	0 (0%)	587,162,000 (100%)
6.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (ordinary resolution in item No. 6 of the notice of annual general meeting).	587,162,000 (100%)	0 (0%)	587,162,000 (100%)
7.	To extend the general mandate to be given to the directors to allot, issue and deal with additional shares of the Company by an amount representing the total number of shares repurchased by the Company (ordinary resolution in item No. 7 of the notice of annual general meeting).	587,162,000 (100%)	0 (0%)	587,162,000 (100%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 7, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 800,000,000 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 800,000,000 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular dated 29 April 2019 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board
Fusen Pharmaceutical Company Limited
Cao Changcheng
Chairman and Executive Director

Hong Kong, 28 June 2019

As at the date of this announcement, the Board of the Company comprises Mr. Cao Changcheng (Chairman), Mr. Hou Taisheng, Mr. Chi Yongsheng, Ms. Meng Qingfen and Mr. Cao Dudu as Executive Directors, Mr. Wang Jianhang as a Non-executive Director; and Mr. Sze Wing Chun, Mr. Lee Kwok Tung Louis and Mr. Ho Ka Chun as Independent Non-executive Directors.