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## **CSPC PHARMACEUTICAL GROUP LIMITED**

### **石藥集團有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock code: 1093)**

### **INSIDE INFORMATION**

## **PROPOSED ISSUE OF RMB SHARES OR CHINESE DEPOSITARY RECEIPTS AND LISTING ON THE SCI-TECH BOARD OF THE SHANGHAI STOCK EXCHANGE**

This announcement is made by CSPC Pharmaceutical Group Limited (the “**Company**”) pursuant to Rule 13.09(2) of the Hong Kong Listing Rules and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of the Hong Kong).

The Company is pleased to announce that, on 27 May 2020, the Board has approved a preliminary proposal for the possible issue of RMB Shares or Chinese Depositary Receipts and listing on the Science and Technology Innovation Board of the Shanghai Stock Exchange (the “**Sci-Tech Board**”) (the “**Proposed Domestic Issue**”). The Proposed Domestic Issue shall be conditional upon and subject to market conditions, the approval of the Shareholders at the general meeting of the Company and the necessary Regulatory Approval(s).

The preliminary plan of the Proposed Domestic Issue is detailed as follows:

Type of securities of the  
Proposed Domestic Issue

The Company and the sponsor of the Proposed Domestic Issue will agree, as and when appropriate, upon the issue of either RMB Shares or Chinese Depositary Receipts in accordance with the applicable laws and regulations in the PRC and Hong Kong, the Hong Kong Listing Rules, the listing rules on the Sci-Tech Board, and the requirements of the relevant domestic and overseas regulatory authorities.

In case of the RMB Shares issue, such RMB Shares shall be the ordinary Shares to be subscribed for in RMB by target subscriber(s), listed on the Sci-Tech Board and traded in RMB. Such RMB Shares shall also be in the same class of ordinary Shares as the Hong Kong Shares.

In case of the Chinese Depositary Receipts issue, such Chinese Depositary Receipts shall be the securities to be signed and issued by a depositary, and represent a certain number of the Shares to be issued. They shall also be subscribed for in RMB by target subscriber(s), listed on the Sci-Tech Board and traded in RMB. The underlying Hong Kong Shares represented by the Chinese Depositary Receipts (the “**Underlying Hong Kong Shares**”) shall be in the same class of ordinary Shares as the Hong Kong Shares.

Size of the Proposed Domestic Issue

In case of the RMB Shares issue, the RMB Shares to be issued under the Proposed Domestic Issue shall not exceed 10% of the aggregate of the total number of issued Shares of the Company immediately prior to such issue and the number of RMB Shares contemplated under the Proposed Domestic Issue. In compliance with the applicable laws and regulations of the PRC, an over-allotment option may be granted in respect of such number of RMB Shares not exceeding 15% of that initially issued. The RMB Shares will all be new Shares, and no conversion of the existing Shares will be involved.

In case of the Chinese Depositary Receipts issue, the number of the Underlying Hong Kong Shares to be issued to the depositary shall not exceed 10% of the aggregate of the total number of issued Shares of the Company immediately prior to such issue and the number of the Underlying Hong Kong Shares contemplated under the Proposed Domestic Issue. In compliance with the applicable laws and regulations of the PRC, an over-allotment option may be granted in respect of such number of Chinese Depositary Receipts not exceeding 15% of that initially issued. The Underlying Hong Kong Shares will all be new Shares, and no conversion of the existing Shares will be involved.

The final issue size of the RMB Shares or the Chinese Depositary Receipts shall be negotiated and determined by the Board as authorised by the general meeting of the Company, together with the sponsor and the underwriter(s) subject to the issue size registered with the relevant securities regulatory authorities, the Company’s needs and market conditions.

Preliminary use of proceeds      After deducting the issuance expenses, the proceeds of the Proposed Domestic Issue are preliminarily intended to be used for the principal businesses of the Company.

Place of listing of RMB Shares      The Sci-Tech Board  
or Chinese Depositary Receipts

As of the date of this announcement, save and except for the information disclosed herein, the Board has neither approved other plans in relation to the Proposed Domestic Issue, nor made any application to the relevant regulatory authorities in the PRC or any other regions in respect of the Proposed Domestic Issue.

**Shareholders and potential investors should note that the concrete plan of the Proposed Domestic Issue shall be subject to the further approval of the Board and the general meeting of the Company, as well as the Regulatory Approvals, thus may or may not be implemented. Shareholders and potential investors of the Company should be aware that there is no assurance that the Proposed Domestic Issue will materialise or as to when it may materialise. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Share(s) of the Company.**

**Further announcement(s) will be made by the Company in accordance with the Hong Kong Listing Rules and other applicable laws and regulations on any material updates and progress in connection with the Proposed Domestic Issue as and when appropriate. This announcement is for information purposes only and does not constitute any invitation or offer to acquire, purchase or subscribe for the Share(s) of the Company.**

## **DEFINITIONS**

In this announcement, the following expressions have the following meanings unless the context requires otherwise:

“Board”	the board of Directors of the Company
“Chinese Depositary Receipts”	the securities to be signed and issued by a depositary, and to be subscribed for in RMB by target subscriber(s) in the PRC, listed on the Sci-Tech Board and traded in RMB, which represent a certain number of the Shares to be issued
“CSRC”	the China Securities Regulatory Commission
“Directors”	the directors of the Company

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“Hong Kong Shares”	the existing ordinary Shares listed on the Hong Kong Stock Exchange
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China (for the purpose of this announcement and for geographical reference only, excluding Hong Kong, the Macao Special Administrative Region of the People’s Republic of China and Taiwan)
“Regulatory Approval(s)”	the approval(s) or decision(s) made by the relevant regulatory authorities and governmental departments of the PRC and Hong Kong (including but not limited to the CSRC, the Hong Kong Stock Exchange and the Shanghai Stock Exchange)
“RMB Shares”	the ordinary Shares to be subscribed for in RMB by target subscriber(s) in the PRC, listed on the Sci-Tech Board and traded in RMB
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholders”	holders of the Share(s) of the Company
“Share(s)”	Share(s) with no par value of the Company

By order of the Board  
**CSPC Pharmaceutical Group Limited**  
**Cai Dongchen**  
*Chairman*

Hong Kong, 27 May 2020

*As at the date of this announcement, the Board comprises Mr. CAI Dongchen, Mr. ZHANG Cuilong, Mr. WANG Zhenguo, Mr. PAN Weidong, Mr. WANG Huaiyu, Dr. LU Hua, Dr. LI Chunlei, Dr. WANG Qingxi and Mr. CHAK Kin Man as executive Directors; Mr. LEE Ka Sze, Carmelo as non-executive Director; and Mr. CHAN Siu Keung, Leonard, Mr. WANG Bo, Prof. LO Yuk Lam, Dr. YU Jinming and Mr. CHEN Chuan as independent non-executive Directors.*