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**GUSHENGTANG HOLDINGS LIMITED**

**固生堂控股有限公司**

*(Incorporated under the laws of the Cayman Islands with limited liability)*

**(Stock code: 2273)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON JUNE 16, 2022**

References are made to the circular (the “**Circular**”) and the notice of the annual general meeting of GUSHENGTANG HOLDINGS LIMITED (the “**Company**”) both dated April 28, 2022. Unless the context otherwise requires, capitalized terms used shall have the same meanings as those defined in the Circular.

The Board announces that at the AGM held at Units 01–04, 36 Floor, Lifeng Centre, No. 761 Dongfeng East Road, Yuexiu District, Guangzhou, the PRC on Thursday, June 16, 2022 at 10:00 a.m., all the proposed resolutions as set out in the notice of the AGM were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total number of issued Shares was 230,396,458 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on all the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the AGM. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. No Shareholder stated its/his/her intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

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

## POLL RESULTS OF THE AGM

The poll results of the resolutions proposed at the AGM are set out as follows:

Ordinary Resolutions		Number of Votes (approximate %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and consolidated affiliated entities, and the reports of the directors (the “ <b>Directors</b> ”) and auditor of the Company for the year ended December 31, 2021.	144,520,601 (100.00%)	0 (0.00%)
2.	(A) To re-elect Mr. Huang Jingsheng as non-executive Director.	144,520,601 (100.00%)	0 (0.00%)
	(B) To re-elect Mr. Xu Yongjiu as non-executive Director.	144,520,601 (100.00%)	0 (0.00%)
	(C) To re-elect Mr. Liu Kanghua as non-executive Director.	144,520,601 (100.00%)	0 (0.00%)
	(D) To authorize the board of Directors (the “ <b>Board</b> ”) to fix the remuneration of all Directors.	144,520,601 (100.00%)	0 (0.00%)
3.	To re-appoint Ernst & Young as auditor of the Company, to hold office until the conclusion of the next annual general meeting of the Company, and to authorize the Board to fix its remuneration.	144,520,601 (100.00%)	0 (0.00%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued shares of the Company as at the date of the AGM.	143,044,201 (98.98%)	1,476,400 (1.02%)
5.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued shares of the Company as at the date of the AGM.	144,520,601 (100.00%)	0 (0.00%)
6.	To extend conditional upon the passing of resolutions no. 4 and 5 above, the general mandate given to the Directors pursuant to ordinary resolution no. 4 to issue shares by adding to the issued shares of the Company the number of shares repurchased under ordinary resolution no. 5.	143,044,201 (98.98%)	1,476,400 (1.02%)

As more than 50% of the votes from the Shareholders (including proxies) attending and having the rights to vote at the AGM were cast in favour of each of the above resolutions, all such resolutions were duly passed as ordinary resolutions of the Company.

<b>Special Resolution</b>		<b>Number of Votes (approximate %)</b>	
		<b>For</b>	<b>Against</b>
7.	To approve the proposed amendments to the existing memorandum of association and articles of association of the Company and to adopt the tenth amended and restated memorandum and articles of association of the Company.	144,520,601 (100.00%)	0 (0.00%)

As more than 75% of the votes from the Shareholders (including proxies) attending and having the rights to vote at the AGM were cast in favour of the above resolution, the above resolution was duly passed as a special resolution of the Company.

All of the Directors attended the AGM in person or by electronic means.

## **AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION**

The Board is pleased to announce that pursuant to the special resolution numbered 7 above, the memorandum and articles of association of the Company has been amended pursuant to the proposed amendments with effect from June 16, 2022. Please refer to the Company's circular dated April 28, 2022 for details of the proposed amendments. For the full text of the tenth amended and restated memorandum and articles of association, please refer to the websites of The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>) and the Company (<https://www.gstzy.cn>).

By order of the Board  
**GUSHENGTANG HOLDINGS LIMITED**  
 固生堂控股有限公司  
**TU Zhiliang**  
*Chairman of the Board*

Hong Kong, June 16, 2022

*As at the date of this announcement, the Board comprises Mr. TU Zhiliang as Chairman and executive Director, Mr. JIANG Xiaodong, Mr. HUANG Jingsheng, Mr. XU Yongjiu, Mr. LIU Kanghua and Mr. GAO Jian as non-executive Directors, Ms. JIN Xu, Mr. LI Tie and Mr. WU Taibing as independent non-executive Directors.*