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INNOCARE

諾誠健華

InnoCare Pharma Limited

諾誠健華醫藥有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9969)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 21 JUNE 2022

References are made to the notice of annual general meeting (the “**AGM Notice**”) and the circular (the “**AGM Circular**”) of InnoCare Pharma Limited (the “**Company**”) dated 18 May 2022 and the supplemental notice of annual general meeting (the “**Supplemental Notice**”) and the supplemental circular (the “**Supplemental Circular**”) of the Company dated 6 June 2022. Unless otherwise indicated, capitalized terms used herein have the same meanings of those defined in the AGM Circular and the Supplemental Circular.

POLL RESULTS OF ANNUAL GENERAL MEETING

The Board is pleased to announce that the AGM was held on Tuesday, 21 June 2022 and all the proposed resolutions set out in the AGM Notice and the Supplemental Notice were duly passed by the Shareholders by way of poll.

The poll results in respect of the resolutions are as follows:

Ordinary Resolutions		No. of Votes Cast (%)		Total No. of Votes Cast (%)
		For	Against	
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the Directors and auditors of the Company for the year ended 31 December 2021.	951,222,458 (100.000000%)	0 (0.000000%)	951,222,458 (100.000000%)
2.	(i) To re-elect Dr. Jisong Cui as an executive Director;	942,026,877 (99.033288%)	9,195,581 (0.966712%)	951,222,458 (100.000000%)
	(ii) To re-elect Mr. Shan Fu as a non-executive Director;	949,627,275 (99.832302%)	1,595,183 (0.167698%)	951,222,458 (100.000000%)
	(iii) To re-elect Mr. Ming Jin as a non-executive Director; and	949,627,275 (99.832302%)	1,595,183 (0.167698%)	951,222,458 (100.000000%)
	(iv) To re-elect Ms. Lan Hu as an independent non-executive Director.	948,614,977 (99.725881%)	2,607,481 (0.274119%)	951,222,458 (100.000000%)

Ordinary Resolutions		No. of Votes Cast (%)		Total No. of Votes Cast (%)
		For	Against	
3.	To authorise the Board to fix the remuneration of the Directors.	951,222,458 (100.000000%)	0 (0.000000%)	951,222,458 (100.000000%)
4.	To re-appoint Ernst & Young as auditors of the Company and authorise the Board to fix its remuneration.	950,845,475 (99.960369%)	376,983 (0.039631%)	951,222,458 (100.000000%)
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing of this resolution.	860,896,502 (90.504224%)	90,325,956 (9.495776%)	951,222,458 (100.000000%)
6.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing of this resolution.	951,222,458 (100.000000%)	0 (0.000000%)	951,222,458 (100.000000%)
7.	To extend, conditional upon the above resolutions 5 and 6 being duly passed, the general mandate to allot, issue and deal with additional shares by adding the aggregate amount of the repurchased shares to the 20% general mandate.	840,199,720 (88.328415%)	111,022,738 (11.671585%)	951,222,458 (100.000000%)
8.	To consider and approve the authorisation to the Board and its authorized person to exercise full powers to deal with matters relating to the RMB Share Issue.	951,159,240 (99.993354%)	63,218 (0.006646%)	951,222,458 (100.000000%)
8(a).	To consider and approve the proposed extension of the validity period of the Specific Mandate by 12 months to 20 June 2023.	951,159,240 (99.993354%)	63,218 (0.006646%)	951,222,458 (100.000000%)
Special Resolutions		No. of Votes Cast (%)		Total No. of Votes Cast (%)
		For	Against	
9.	To approve the Proposed Amendments to the Current M&A and the adoption of the version of the Second Amended and Restated Memorandum and Articles of Association which contains all the Proposed Amendments to the Current M&A.	951,201,458 (99.997792%)	21,000 (0.002208%)	951,222,458 (100.000000%)
10.	To approve the Proposed Amendments to the RMB Shares Issue M&A and the adoption of the version of the Second Amended and Restated Memorandum and Articles of Association which contains all the Proposed Amendments to the RMB Share Issue M&A.	951,201,458 (99.997792%)	21,000 (0.002208%)	951,222,458 (100.000000%)

Shareholders may refer to the AGM Notice and AGM Circular, the Supplemental Notice and Supplemental Circular for the full text of the above resolutions.

As more than 50% of the votes present at the AGM in person or by proxy were cast in favor of each of the resolutions numbered 1 to 8(a) above, these resolutions were duly passed as ordinary resolutions of the Company. As more than 75% of the votes present at the AGM in person or by proxy were cast in favor of the resolution numbered 9 to 10, the resolutions were duly passed as special resolutions of the Company.

Apart from the above resolutions, no new proposal was submitted for voting and approval.

GENERAL

As at the date of the AGM, the total number of issued Shares was 1,499,673,235 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM.

To the best of the knowledge, information and belief of the Board, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required to abstain from voting at the AGM under the Listing Rules. No Shareholder had indicated in the AGM Circular and the Supplemental Circular that they intended to vote against or to abstain from voting on any resolutions proposed at the AGM.

The executive Directors, Dr. Jisong Cui and Dr. Renbin Zhao and the non-executive Director Mr. Shan Fu attended the AGM.

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

By Order of the Board
InnoCare Pharma Limited
Dr. Jisong Cui
Chairperson and Executive Director

Hong Kong, 21 June 2022

As at the date of this announcement, the Board comprises Dr. Jisong Cui and Dr. Renbin Zhao as executive Directors, Dr. Yigong Shi, Mr. Shan Fu, Mr. Ronggang Xie and Mr. Ming Jin as non-executive Directors, and Dr. Zemin Zhang, Ms. Lan Hu and Dr. Kaixian Chen as independent non-executive Directors.