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Simcere Pharmaceutical Group Limited

先聲藥業集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 2096)

**(I) POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON JUNE 24, 2022
AND
(II) PAYMENT OF FINAL DIVIDEND**

Reference is made to the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) and the circular (the “**Circular**”) of Simcere Pharmaceutical Group Limited (the “**Company**”) both dated June 2, 2022. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Circular.

(I) POLL RESULTS OF AGM

The Board is pleased to announce that the AGM was held on June 24, 2022 at 9:00 a.m., and the proposed resolutions as set out in the AGM Notice (the “**Resolutions**”) were duly passed by the Shareholders by way of poll. The poll results in respect of the Resolutions are as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company (the “ Director(s) ”) and auditors of the Company (the “ Auditors ”) for the year ended December 31, 2021.	1,988,456,804 (100%)	0 (0%)

Ordinary Resolutions		Number of votes (%)	
		For	Against
2.	(a) To declare a final dividend of RMB0.15 per ordinary share of the Company (the “ Final Dividend ”) for the year ended December 31, 2021.	1,988,456,804 (100%)	0 (0%)
	(b) Any Director be and is hereby authorised to take such action, do such things and execute such further documents as the Director may at his/her absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Final Dividend.	1,988,456,804 (100%)	0 (0%)
3.	(a) To re-elect the following retiring Directors:		
	i. Mr. ZHAO John Huan as a non-executive Director;	1,975,647,203 (99.355802%)	12,809,601 (0.644198%)
	ii. Mr. SONG Ruilin as an independent non-executive Director; and	1,988,265,803 (99.990395%)	191,001 (0.009605%)
	iii. Mr. WANG Jianguo as an independent non-executive Director.	1,988,322,804 (99.993261%)	134,000 (0.006739%)
	(b) To authorise the board of the Directors to fix the remuneration of the Directors.	1,988,456,804 (100%)	0 (0%)
4.	To re-appoint KPMG as the Auditors and authorise the board of the Directors to fix their remuneration.	1,988,456,804 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to allot, issue and deal with the securities of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of the Meeting.	1,975,610,203 (99.353941%)	12,846,601 (0.646059%)
6.	To grant a general mandate to the Directors to repurchase the securities of the Company not exceeding 10% of the total number of shares of the Company in issue as at the date of the Meeting.	1,988,452,804 (99.999799%)	4,000 (0.000201%)
7.	To extend, conditional upon the passing of resolutions 5 and 6, the total number of shares of the Company repurchased under resolution 6 to the mandate granted to the directors under resolution 5.	1,975,614,203 (99.354142%)	12,842,601 (0.645858%)

Note: The full text of the Resolutions are set out in the AGM Notice

As more than 50% of the votes attaching to the shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of each of the Resolutions, the Resolutions were duly passed as the ordinary resolutions.

As at the date of the AGM, the total number of shares of the Company in issue was 2,646,907,618 shares. The total number of shares of the Company entitling the holders to attend and vote on the Resolutions at the AGM was 2,646,907,618 shares. 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 Rules.

No Shareholder was required under the Listing Rules to abstain from voting on the Resolutions at the AGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the Resolutions at the AGM.

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

All Directors (including Mr. REN Jinsheng as the Chairman and executive Director, Mr. WAN Yushan and Mr. TANG Renhong as the executive Directors; Mr. ZHAO John Huan as the non-executive Director; and Mr. SONG Ruilin, Mr. WANG Jianguo and Mr. WANG Xinhua as the independent non-executive Directors) attended the AGM.

(II) PAYMENT OF THE FINAL DIVIDEND

The payment of the Final Dividend of RMB0.15 per ordinary share for the year ended December 31, 2021 was approved at the AGM. The Final Dividend is denominated and declared in RMB and payable in HK dollars to Shareholders. The actual amount declared in HK dollars is converted based on the average central parity rate of Renminbi against HK dollars as promulgated by the People's Bank of China for the five business days preceding the date of the AGM at HK\$1 against RMB0.85374, being a cash dividend of HK\$0.17570 per share.

The Final Dividend will be paid on or before Friday, July 15, 2022 to the Shareholders whose names appear on the Register of Members as at the close of business on Tuesday, July 5, 2022.

The Register of Members will be closed from Thursday, June 30, 2022 to Tuesday, July 5, 2022 (both days inclusive), for the purpose of determining the entitlement to the Final Dividend for the year ended December 31, 2021. The record date will be Tuesday, July 5, 2022. In order to qualify for the Final Dividend, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Wednesday, June 29, 2022.

By order of the Board
Sincere Pharmaceutical Group Limited
Mr. Ren Jinsheng
Chairman and executive Director

Hong Kong, June 24, 2022

As at the date of this announcement, the Board comprises Mr. REN Jinsheng as the Chairman and executive Director, Mr. WAN Yushan and Mr. TANG Renhong as the executive Directors; Mr. ZHAO John Huan as the non-executive Director; and Mr. SONG Ruilin, Mr. WANG Jianguo and Mr. WANG Xinhua as the independent non-executive Directors.