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FOSUN PHARMA

复星医药

上海復星醫藥（集團）股份有限公司

Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 02196)

**POLL RESULTS OF THE RESOLUTIONS PROPOSED AT
THE 2022 FIRST EXTRAORDINARY GENERAL MEETING HELD ON
WEDNESDAY, 10 AUGUST 2022
AND
ELECTION OF EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Shanghai Fosun Pharmaceutical (Group) Co., Ltd.* (the “**Company**”) is pleased to announce the poll results of the 2022 first extraordinary general meeting (the “**EGM**”) held at Sky Fortune Boutique Hotel Shanghai, No. 358 Hong Xu Road, Shanghai, the PRC on Wednesday, 10 August 2022 at 1:30 p.m..

References are made to the notice of the EGM and the circular of the Company (the “**Circular**”), both dated 20 July 2022. Unless the context otherwise specified, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the EGM, (i) the total number of the issued shares of the Company (the “**Shares**”) was 2,669,655,211 Shares, comprising 2,117,714,711 A Shares and 551,940,500 H Shares; and (ii) holders of 2,669,655,211 Shares (or by authorized proxies) were entitled to attend and vote on the resolutions proposed at the EGM. There were no Shares entitling the Shareholders to attend and vote only against the resolutions at the EGM.

Mr. Wu Yifang and Ms. Mei Jingping (who held an aggregate of 768,900 A Shares and 342,000 H Shares as at the date of the EGM) were required to and had abstained from voting at the EGM on the resolution in relation to the provision of a loan to Fosun Kite (a joint venture) in proportion to equity interest (i.e. resolution no. 1 below). To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, save as disclosed above, no other Shareholder, none of the connected persons of the Company, the Shareholders and their respective associates has any material interest in the resolutions proposed at the EGM and is required to abstain from voting at the EGM. No Shareholder has stated in the Circular his/her/its intention to vote against any resolution at the EGM.

ATTENDANCE AT THE EGM

Set out below are the details of the Shareholders and authorized proxies present at the EGM:

Number of Shareholders and authorized proxies	105
<i>Including:</i> Number of A Shareholders	103
Number of H Shareholders	2
Total number of Shares carrying voting rights (shares)	1,188,196,470
<i>Including:</i> Total number of Shares carrying voting rights held by A Shareholders (shares)	965,435,199
Total number of Shares carrying voting rights held by H Shareholders (shares)	222,761,271
Percentage of the total number of Shares (%)	44.5075
<i>Including:</i> Number of A Shares as a percentage of the total number of Shares (%)	36.1633
Number of H Shares as a percentage of the total number of Shares (%)	8.3442

The EGM was convened in compliance with the requirements of the Company Law and the Articles of Association. Since Mr. Wu Yifang, the chairman of the Company, attended the meeting by way of live online webcast, in order to ensure the quality of the on-site meeting, Mr. Wu Yifang appointed Ms. Guan Xiaohui, the executive Director and vice chairman of the Company, to take the chair and the conduct of the EGM. 9 Directors of the Company (such expression does not include Mr. Wen Deyong, whose appointment as an executive Director of the ninth session of the Board was approved by the Shareholders at the EGM), including 2 executive Directors, namely Mr. Wu Yifang and Ms. Guan Xiaohui; 3 non-executive Directors, namely Mr. Chen Qiyu, Mr. Yao Fang and Mr. Xu Xiaoliang; and 4 independent non-executive Directors, namely Ms. Li Ling, Mr. Tang Guliang, Mr. Wang Quandi and Mr. Yu Tze Shan Hailson, attended the EGM.

In compliance with the requirements of the Hong Kong Listing Rules and Article 115 of the Articles of Association, BDO Limited, Grandall Law Firm (Shanghai)* (國浩律師(上海)事務所), the Company's PRC legal advisers, the Shareholder's representatives and members of the supervisory committee of the Company acted as the scrutineers for the vote-counting at the EGM.

POLL RESULTS OF THE RESOLUTIONS PROPOSED AT THE EGM

The resolutions at the EGM were voted by poll. The poll results in respect of the resolutions proposed at the EGM are as follows:

ORDINARY RESOLUTIONS		Number of valid votes		
		For	Against	Abstain
1.	To consider and approve the provision of a loan to Fosun Kite, a joint venture, in proportion to equity interest.	1,187,585,918 (99.9486%)	570,302 (0.0480%)	40,250 (0.0034%)
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
2.	To consider and approve the provision of guarantee in respect of Fushang Yuanchuang, an investee company, in proportion to equity interest.	1,115,958,418 (99.9369%)	664,302 (0.0595%)	40,250 (0.0036%)
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

SPECIAL RESOLUTIONS		Number of valid votes		
		For	Against	Abstain
3.	To consider and approve the proposed amendments to the Articles of Association.	978,383,401 (87.6167%)	138,141,319 (12.3709%)	138,250 (0.0124%)
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
4.	To consider and approve the proposed amendments to the Procedural Rules for General Meetings.	1,115,980,618 (99.9389%)	642,102 (0.0575%)	40,250 (0.0036%)
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
5.	To consider and approve the proposed amendments to the Procedural Rules of the Board.	1,115,972,918 (99.9382%)	649,802 (0.0582%)	40,250 (0.0036%)
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

ORDINARY RESOLUTION		Number of valid votes		
		For	Against	Abstain
6.	To elect Mr. Wen Deyong as an executive Director.	1,036,448,560 (92.8166%)	80,038,624 (7.1677%)	175,786 (0.0157%)
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

CERTIFICATION

As certified by and stated in the legal opinion issued by Grandall Law Firm (Shanghai)* (國浩律師(上海)事務所), the Company's PRC legal advisers, the convening and holding of the EGM are in compliance with requirements of the relevant laws, administrative regulations, the Rules of General Meetings of Listed Companies and the Articles of Association, the qualifications of the attendees of the EGM and the convener are legally valid, and the voting procedures and voting results of the EGM are legally valid.

ELECTION OF EXECUTIVE DIRECTOR

At the EGM, Mr. Wen Deyong was duly elected by the Shareholders as an executive Director of the ninth session of the Board, and the appointment is effective from 10 August 2022 until the term of the current session of the Board expires.

The biographical details of Mr. Wen Deyong are set out as follow:

Mr. Wen Deyong (文德鏞先生), aged 50, is currently an executive director and the chief executive officer of the Company, and he holds directorships and management positions in certain subsidiaries of the Company. Mr. Wen Deyong joined the Group in May 2002 and had worked in Chongqing Yaoyou Pharmaceutical Co., Ltd.* (重慶藥友製藥有限責任公司), a subsidiary of the Company, for an extended period, successively serving as the general manager of the second marketing department, vice president, president and vice chairman, etc. He served as the vice president of the Company from June 2016 to October 2020, the senior vice president of the Company from October 2020 to January 2022, the co-president of the Company from January 2022 to April 2022, the president of the Company from April 2022 to June 2022, and has served as the chief executive officer of the Company since June 2022. Mr. Wen Deyong is currently a non-executive director of Shanghai Henlius Biotech, Inc. (stock code: 02696), a company listed on the Hong Kong Stock Exchange and a subsidiary of the Company, a non-executive director of Sinopharm Group Co. Ltd.* (國藥控股股份有限公司), a company listed on the Hong Kong Stock Exchange (stock code: 01099), a director of China National Medicines Corporation Ltd.* (國藥集團藥業股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600511), and the chairman of the supervisory committee of China National Accord Medicines Corporation Ltd.* (國藥集團一致藥業股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 000028). Mr. Wen Deyong was a director of C.Q. Pharmaceutical Holding Co., Ltd.* (重藥控股股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code:

000950), and a director of Anhui Sunhere Pharmaceutical Excipients Co., Ltd.* (安徽山河藥用輔料股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 300452). Prior to joining the Group, Mr. Wen Deyong worked in Chongqing Pharmaceutical Co., Ltd. 6th Factory* (重慶製藥六廠) (the predecessor of Chongqing Yaoyou Pharmaceutical Co., Ltd.* (重慶藥友製藥有限責任公司)). Mr. Wen Deyong graduated from West China University of Medical Science (華西醫科大學) (currently West China Medical Center, Sichuan University (四川大學華西醫學中心)) majoring in pharmacy and holds a master's degree in business administration from Donghua University (東華大學).

The Company will enter into the relevant service agreement with Mr. Wen Deyong for a term commencing from the date of Shareholders' approval at the EGM until the expiration of the term of the ninth session of the Board. Mr. Wen Deyong will not be remunerated by the Group for his position as an executive Director, and his remuneration will be paid in respect of his senior management position at the Group.

Mr. Wen Deyong has confirmed that, save as disclosed above, as at the date of this announcement, he does not have any relationship with any Directors, senior management or substantial Shareholders of the Company, does not hold any other positions with the Company or any of its subsidiaries, and did not hold any other directorships in listed companies in the last three years.

To the knowledge of the Directors, as at the date of this announcement, Mr. Wen Deyong does not or is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no other information that needs to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules nor any other matters relating to the appointment of Mr. Wen Deyong as an executive Director of the ninth session of the Board that needs to be brought to the attention of the Shareholders.

By order of the Board
Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*
Wu Yifang
Chairman

Shanghai, the PRC
10 August 2022

As at the date of this announcement, the executive directors of the Company are Mr. Wu Yifang, Mr. Wang Kexin, Ms. Guan Xiaohui and Mr. Wen Deyong; the non-executive directors of the Company are Mr. Chen Qiyu, Mr. Yao Fang, Mr. Xu Xiaoliang and Mr. Pan Donghui; and the independent non-executive directors of the Company are Ms. Li Ling, Mr. Tang Guliang, Mr. Wang Quandi and Mr. Yu Tze Shan Hailson.

* For identification purposes only