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丽珠医药
LIVZON

麗珠醫藥集團股份有限公司

LIVZON PHARMACEUTICAL GROUP INC.*

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

(Stock code: 1513)

**POLL RESULTS OF
THE 2022 SECOND EXTRAORDINARY GENERAL MEETING,
THE 2022 SECOND CLASS MEETING OF A SHAREHOLDERS AND
THE 2022 SECOND CLASS MEETING OF H SHAREHOLDERS
HELD ON 14 OCTOBER 2022**

The board of directors (the **“Board”**) of 麗珠醫藥集團股份有限公司 Livzon Pharmaceutical Group Inc.* (the **“Company”**) hereby announced that at the 2022 Second Extraordinary General Meeting (the **“EGM”**), the 2022 Second Class Meeting of A Shareholders (the **“Class Meeting of A Shareholders”**) and the 2022 Second Class Meeting of H Shareholders (the **“Class Meeting of H Shareholders”**) (collectively, the **“Meetings”**) held on 14 October 2022 at the Conference Room on the 6th Floor of Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai, Guangdong Province, China, all the proposed resolutions as set out in the notices of the Meetings were duly passed by the Shareholders of the Company by way of poll.

Details of the resolutions considered at the Meetings were set out in the circular of the Company dated 27 September 2022 (the **“Circular”**). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the record date of the Meetings, the total number of shares of the Company in issue was 935,131,144 shares, which comprises of 625,299,927 A Shares and 309,831,217 H Shares. The Incentive Participants, who are also the Shareholders, and their respective associates who, to the best of the Directors' knowledge, information and belief, owned 9,850,297 A Shares and 38,635 H Shares (representing approximately 1.06% of the issued share capital of the Company, approximately 1.58% of the issued A Shares and approximately 0.01% of the issued H Shares as at the record date of the Meetings), were required to and had abstained from voting on the resolutions proposed at the Meetings. Accordingly, Shareholders (or authorized proxies) who hold a total of 925,242,212 shares of the Company were entitled to attend and vote on the resolutions proposed at the EGM; and Shareholders (or authorized proxies) who hold a total of 615,449,630 A Shares and who hold a total of 309,792,582 H Shares were entitled to attend and vote on the resolutions proposed at the Class Meeting of A Shareholders and Class Meeting of H Shareholders, respectively.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, there were no restrictions on any Shareholders for casting votes on the resolutions proposed at the Meetings and none of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the Meetings. Save as disclosed above, no Shareholders are required under the Hong Kong Listing Rules to abstain from voting on any of the resolutions at the Meetings.

ATTENDANCE OF THE MEETINGS

(I) 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	38
Including: Number of A Shareholders and authorized proxies	37
Number of H Shareholders and authorized proxies	1
Total number of Shares carrying voting rights (shares)	462,394,004
Including: Total number of A Shares of the Company carrying voting rights held by A Shareholders and authorized proxies (shares)	259,557,246
Total number of H Shares of the Company carrying voting rights held by H Shareholders and authorized proxies (shares)	202,836,758
Percentage of the total number of Shares of the Company carrying voting rights (%)	49.45%
Including: Total number of shares carrying voting rights held by A Shareholders and authorized proxies as a percentage of the total number of Shares of the Company (%)	27.76%
Total number of shares carrying voting rights held by H Shareholders and authorized proxies as a percentage of the total number of Shares of the Company (%)	21.69%

(II) Attendance at the Class Meeting of A Shareholders

Set out below are the details of the A Shareholders and authorized proxies present at the Class Meeting of A Shareholders:

Number of A Shareholders and authorized proxies	37
Total number of A Shares carrying voting rights (shares)	259,557,246
Total number of shares carrying voting rights held by A Shareholders and authorized proxies as a percentage of the total number of A Shares of the Company (%)	41.51%

(III) Attendance at the Class Meeting of H Shareholders:

Set out below are the details of the H Shareholders and authorized proxies present at the Class Meeting of H Shareholders:

Number of H Shareholders and authorized proxies	1
Total number of H Shares carrying voting rights (shares)	202,834,958
Total number of shares carrying voting rights held by H Shareholders and authorized proxies as a percentage of the total number of H Shares of the Company (%)	65.47%

POLL RESULTS OF THE RESOLUTIONS PROPOSED AT THE MEETINGS

(1) Poll results of the EGM are as follows:

No.	Resolutions	Category of shares	Number of Shares with voting rights held by Shareholders present at the meeting	For		Against		Abstain	
				Number of Shares	Approximate ppercentage (%) of total number of Shares with voting rights held by Shareholders present at the meeting	Number of Shares	Approximate ppercentage (%) of total number of Shares with voting rights held by Shareholders present at the meeting	Number of Shares	Approximate ppercentage (%) of total number of Shares with voting rights held by Shareholders present at the meeting
Special Resolutions									
1	To consider and approve the 2022 Share Options Incentive Scheme of the Company (Revised Draft) and its summary	Total	462,394,004	437,918,635	94.7068%	24,475,169	5.2931%	200	0.0000%
		A shares	259,557,246	253,577,476	97.6962%	5,979,570	2.3038%	200	0.0001%
		H shares	202,836,758	184,341,159	90.8815%	18,495,599	9.1185%	0	0.0000%
2	To consider and approve the Administrative Measures for Appraisal System of the 2022 Share Options Incentive Scheme of the Company.	Total	462,394,004	437,918,635	94.7068%	24,475,169	5.2931%	200	0.0000%
		A shares	259,557,246	253,577,476	97.6962%	5,979,570	2.3038%	200	0.0001%
		H shares	202,836,758	184,341,159	90.8815%	18,495,599	9.1185%	0	0.0000%
3	To consider and approve at the general meeting for granting mandate to the board of directors to deal with matters regarding the 2022 Share Options Incentive Scheme of the Company.	Total	462,394,204	438,103,635	94.7468%	24,290,369	5.2532%	200	0.0000%
		A shares	259,557,446	253,577,476	97.6961%	5,979,770	2.3038%	200	0.0001%
		H shares	202,836,758	184,526,159	90.9727%	18,310,599	9.0273%	0	0.0000%
	As votes cast for all the above special resolutions were more than two-thirds of the valid voting rights of Shareholders (including authorized proxies) present at the EGM, all the above special resolutions were duly passed as special resolutions at the EGM.								

(2) Poll results of the Class Meeting of A Shareholders are as follows:

No.	Resolutions	Category of Shares	Number of Shares with voting rights held by Shareholders present at the meeting	For		Against		Abstain	
				Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting	Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting	Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting
Special Resolutions									
1	To consider and approve the 2022 Share Options Incentive Scheme of the Company (Revised Draft) and its summary.	A Shares	259,557,246	253,577,476	97.6962%	5,979,570	2.3038%	200	0.0001%
2	To consider and approve the Administrative Measures for Appraisal System of the 2022 Share Options Incentive Scheme of the Company.	A Shares	259,557,246	253,577,476	97.6962%	5,979,570	2.3038%	200	0.0001%
3	To consider and approve at the general meeting for granting mandate to the board of directors to deal with matters regarding the 2022 Share Options Incentive Scheme of the Company.	A Shares	259,557,446	253,577,476	97.6961%	5,979,770	2.3038%	200	0.0001%
	As votes cast for the above special resolutions were more than two-thirds of the valid voting rights of A Shareholders (including authorized proxies) present at the Class Meeting of A Shareholders, all the above special resolutions were duly passed as special resolutions at the Class Meeting of A Shareholders.								

(3) Poll results of the Class Meeting of H Shareholders are as follows:

No.	Resolutions	Category of Shares	Number of Shares with voting rights held by Shareholders present at the meeting	For		Against		Abstain	
				Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting	Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting	Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting
Special Resolutions									
1	To consider and approve the 2022 Share Options Incentive Scheme of the Company (Revised Draft) and its summary.	H Shares	202,834,958	185,328,659	91.3692%	17,506,299	8.6308%	0	0.0000%
2	To consider and approve the Administrative Measures for Appraisal System of the 2022 Share Options Incentive Scheme of the Company.	H Shares	202,834,958	185,328,659	91.3692%	17,506,299	8.6308%	0	0.0000%
3	To consider and approve at the general meeting for granting mandate to the board of directors to deal with matters regarding the 2022 Share Options Incentive Scheme of the Company.	H Shares	202,834,958	185,513,659	91.4604%	17,321,299	8.5396%	0	0.0000%
	As votes cast for the above special resolutions were more than two-thirds of the valid voting rights of H Shareholders (including authorized proxies) present at the Class Meeting of H Shareholders, all the above special resolutions were duly passed as special resolutions at the Class Meeting of H Shareholders.								

Grant Thornton (Special General Partnership) acted as the scrutineer for the vote-taking at the Meetings. The Company's PRC legal advisor, D&S Law Firm (廣東德賽律師事務所), two representatives of Shareholders and a representative of supervisors of the Company also jointly acted as the scrutineers for the vote-taking of the poll at the Meetings.

LEGAL OPINION ISSUED BY LAWYERS

Delegated lawyers from D&S Law Firm witnessed the Meetings and issued the "Legal Opinions of D&S Law Firm on EGM, Class Meeting of A Shareholders and Class Meeting of H Shareholders of Livzon Pharmaceutical Group Inc. (《廣東德賽律師事務所關於麗珠醫藥集團股份有限公司二零二二年第二次臨時股東大會、二零二二年第二次 A 股類別股東會及二零二二年第二次 H 股類別股東會的法律意見書》)", certifying that: "The convening and procedures of the Meetings comply with the requirements of laws, regulations and Articles of Association, the qualifications of personnels who attended the Meetings, the qualifications of the conveners and the voting procedure of the Meetings are legal and effective, and the voting results of the resolutions at the Meetings are legal and effective."

SPECIAL NOTICE

There was neither objection to the proposed resolutions of the Meetings, nor changes to the resolutions of the previous general meetings at the Meetings.

ATTENDANCE RECORD OF THE DIRECTORS

Except that Mr. Tang Yanggang did not attend the EGM due to other business commitment, all other Directors have attended the Meetings either in person or through electronic means.

By order of the Board
麗珠醫藥集團股份有限公司
Livzon Pharmaceutical Group Inc. *
Yang Liang
Company Secretary

Zhuhai, China
14 October 2022

As at the date of this announcement, the Executive Directors of the Company are Mr. Tang Yanggang (President) and Mr. Xu Guoxiang (Vice Chairman and Vice President); the Non-Executive Directors of the Company are Mr. Zhu Baoguo (Chairman), Mr. Tao Desheng (Vice Chairman), Mr. Qiu Qingfeng and Mr. Yu Xiong; and the Independent Non-Executive Directors of the Company are Mr. Bai Hua, Mr. Tian Qiusheng, Mr. Wong Kam Wa, Mr. Luo Huiyuan and Ms. Cui Lijie.

** For identification purpose only*