

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 THIRD EXTRAORDINARY GENERAL MEETING,
THE 2022 THIRD CLASS MEETING OF A SHAREHOLDERS AND
THE 2022 THIRD CLASS MEETING OF H SHAREHOLDERS
HELD ON 25 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 Third Extraordinary General Meeting (the “**EGM**”), the 2022 Third Class Meeting of A Shareholders (the “**Class Meeting of A Shareholders**”) and the 2022 Third Class Meeting of H Shareholders (the “**Class Meeting of H Shareholders**”) (collectively, the “**Meetings**”) held on 25 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 30 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. 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 625,299,927 A Shares and who hold a total of 309,831,217 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. 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	46
Including: Number of A Shareholders and authorized proxies	45
Number of H Shareholders and authorized proxies	1
Total number of Shares carrying voting rights (shares)	465,425,974
Including: Total number of A Shares of the Company carrying voting rights held by A Shareholders and authorized proxies (shares)	263,222,328
Total number of H Shares of the Company carrying voting rights held by H Shareholders and authorized proxies (shares)	202,203,646
Percentage of the total number of Shares of the Company carrying voting rights (%)	49.77%
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 (%)	28.15%
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 (%)	21.62%

(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	44
Total number of A Shares carrying voting rights (shares)	263,220,828
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 (%)	42.10%

(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)	202,203,646
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 (%)	65.26%

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	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 Repurchase of Part of the Company’s A Shares Scheme:								
	(A) the purpose of the share repurchase;	Total	465,425,974	463,920,552	99.6765%	1,505,422	0.3235%	0	0.0000%
		A Shares	263,222,328	261,716,906	99.4281%	1,505,422	0.5719%	0	0.0000%
		H Shares	202,203,646	202,203,646	100.0000%	0	0.0000%	0	0.0000%
	(B) the price range of shares to be repurchased;	Total	465,425,974	463,863,252	99.6642%	1,562,722	0.3358%	0	0.0000%
		A Shares	263,222,328	261,659,606	99.4063%	1,562,722	0.5937%	0	0.0000%
		H Shares	202,203,646	202,203,646	100.0000%	0	0.0000%	0	0.0000%
	(C) the type, number and percentage of shares to be repurchased;	Total	465,425,974	463,867,052	99.6651%	1,558,922	0.3349%	0	0.0000%
		A Shares	263,222,328	261,663,406	99.4078%	1,558,922	0.5922%	0	0.0000%
		H Shares	202,203,646	202,203,646	100.0000%	0	0.0000%	0	0.0000%
	(D) the aggregate amount of funds used for the repurchase and the source of funds;	Total	465,425,974	463,867,052	99.6651%	1,558,922	0.3349%	0	0.0000%
		A Shares	263,222,328	261,663,406	99.4078%	1,558,922	0.5922%	0	0.0000%
		H Shares	202,203,646	202,203,646	100.0000%	0	0.0000%	0	0.0000%

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
	(E) the share repurchase period;	Total	465,425,974	463,863,252	99.6642%	1,562,722	0.3358%	0	0.0000%
		A Shares	263,222,328	261,659,606	99.4063%	1,562,722	0.5937%	0	0.0000%
		H Shares	202,203,646	202,203,646	100.0000%	0	0.0000%	0	0.0000%
	(F) the validity period of the resolution on the share repurchase;	Total	465,425,974	463,867,052	99.6651%	1,558,922	0.3349%	0	0.0000%
		A Shares	263,222,328	261,663,406	99.4078%	1,558,922	0.5922%	0	0.0000%
		H Shares	202,203,646	202,203,646	100.0000%	0	0.0000%	0	0.0000%
	(G) authorization for the board of directors to handle matters relating to the A share repurchase.	Total	465,425,974	463,915,552	99.6755%	1,505,422	0.3235%	5,000	0.0011%
		A Shares	263,222,328	261,716,906	99.4281%	1,505,422	0.5719%	0	0.0000%
		H Shares	202,203,646	202,198,646	99.9975%	0	0.0000%	5,000	0.0025%
	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 Repurchase of Part of the Company’s A Shares Scheme:								
	(A) the purpose of the share repurchase;	A Shares	263,220,828	261,715,406	99.4281%	1,505,422	0.5719%	0	0.0000%
	(B) the price range of shares to be repurchased;	A Shares	263,220,828	261,658,106	99.4063%	1,562,722	0.5937%	0	0.0000%
	(C) the type, number and percentage of shares to be repurchased;	A Shares	263,220,828	261,661,906	99.4078%	1,558,922	0.5922%	0	0.0000%
	(D) the aggregate amount of funds used for the repurchase and the source of funds;	A Shares	263,220,828	261,661,906	99.4078%	1,558,922	0.5922%	0	0.0000%
	(E) the share repurchase period;	A Shares	263,220,828	261,658,106	99.4063%	1,562,722	0.5937%	0	0.0000%
	(F) the validity period of the resolution on the share repurchase;	A Shares	263,220,828	261,661,906	99.4078%	1,558,922	0.5922%	0	0.0000%
	(G) authorization for the board of directors to handle matters relating to the A share repurchase.	A Shares	263,220,828	261,715,406	99.4281%	1,505,422	0.5719%	0	0.0000%
	As votes cast for all above 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 above 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 Repurchase of Part of the Company’s A Shares Scheme:								
	(A) the purpose of the share repurchase;	H Shares	202,203,646	202,198,646	99.9975%	0	0.0000%	5,000	0.0025%
	(B) the price range of shares to be repurchased;	H Shares	202,203,646	202,198,646	99.9975%	0	0.0000%	5,000	0.0025%
	(C) the type, number and percentage of shares to be repurchased;	A Shares	202,203,646	202,198,646	99.9975%	0	0.0000%	5,000	0.0025%
	(D) the aggregate amount of funds used for the repurchase and the source of funds;	H Shares	202,203,646	202,198,646	99.9975%	0	0.0000%	5,000	0.0025%
	(E) the share repurchase period;	H Shares	202,203,646	202,198,646	99.9975%	0	0.0000%	5,000	0.0025%
	(F) the validity period of the resolution on the share repurchase;	H Shares	202,203,646	202,198,646	99.9975%	0	0.0000%	5,000	0.0025%
	(G) authorization for the board of directors to handle matters relating to the A share repurchase.	H Shares	202,203,646	202,198,646	99.9975%	0	0.0000%	5,000	0.0025%
	As votes cast for all above 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 above 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三次臨時股東大會、二零二二年第三次 A 股類別股東會及二零二二年第三次 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. Zhu Baoguo, Mr. Tian Qiusheng and Ms. Cui Lijie 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
25 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*