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山東新華製藥股份有限公司  
**Shandong Xinhua Pharmaceutical Company Limited**

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

(Stock Code: 00719)

**NOTICE OF THE ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an annual general meeting (“AGM”) of Shandong Xinhua Pharmaceutical Company Limited (the “Company”) will be held at the Company’s conference room at No.1 Lutai Ave., Hi-tech District, Zibo City, Shandong Province, the People’s Republic of China (the “PRC”) on Monday, 26 June 2023 from 2:00 p.m. for the purpose of considering and, if thought fit, passing the following resolutions which will be proposed as ordinary resolutions and special resolution.

**A. MATTERS FOR CONSIDERATION AND APPROVAL AT THE AGM**

**ORDINARY RESOLUTIONS**

1. To review and approve the annual report of the Company for the year 2022.
2. To review and approve the report of the Board for the year 2022.
3. To review and approve the report of the supervisory committee of the Company for the year 2022.
4. To review and approve the audited financial statements of the Company for the year 2022.
5. To review and approve the profit distribution plan for the year 2022.
6. To review and approve the re-appointment of ShineWing Certified Public Accountants (Special General Partnership) as the Company’s auditors for the year 2023 and authorise the Board to fix their remuneration.
7. To review and approve the remuneration of the Directors and the Supervisors for the year 2023.

## SPECIAL RESOLUTIONS

1. To consider and approve the proposed amendments to the Articles of Association of the Company. <sup>Note 11</sup>

“**THAT**

the proposed amendments to the Articles of Association of the Company be and are hereby approved and the Board be and is hereby authorised to deal with on behalf of the Company all relevant procedures and matters to effect the amendments and to make any appropriate adjustments thereto whenever necessary in the process of submitting the same for the approval of and as required from time to time by the relevant regulatory authorities including without limitation to the administration authorities of industry and commerce and the Shenzhen Stock Exchange.”

By Order of the Board  
**Shandong Xinhua Pharmaceutical Company Limited**  
**He Tongqing**  
*Chairman*

23 May 2023, Zibo, PRC

*Notes:*

1. The register of members of the Company will be closed from Monday, 19 June 2023 to Monday, 26 June 2023 (both days inclusive), during which period no H Share transfers of the Company will be registered. Shareholders whose names appear on the register of members of the Company kept by the Hong Kong Registrars Limited at the close of business on Monday, 19 June 2023 and on the register of members kept by the China Securities Registrar Company Limited Shenzhen Branch after the closing of Shenzhen Stock Exchange on Monday, 19 June 2023 and the Directors, the supervisors and the senior management of the Company are entitled to attend the AGM or any adjournment thereof.
2. H Shareholders who wish to attend the AGM shall lodge their share transfer instruments accompanied by the relevant share certificates with the share registrar for the Company's H Shares not later than 4:30 p.m. on Friday, 16 June 2023.

The address of the share registrar for the Company's H Shares:  
Hong Kong Registrars Limited  
Shops 1712–1716, 17th Floor, Hopewell Centre,  
183 Queen's Road East, Wanchai, Hong Kong

3. Shareholders who intend to attend the AGM are requested to send the completed and signed reply slip for attendance despatched to the Company's shareholders together with this notice to the office of the secretary to the Board (see Note 8 below) or to the share registrar for the Company's H Shares (see Note 2 above) on or before 2:00 p.m. on 25 June 2023, by hand, by post or by facsimile. The written reply will not affect the right of the Shareholders to attend and vote at the AGM.
4. Shareholders entitled to attend and vote at the AGM may appoint one or more proxies (whether the person is a Shareholder or not) to attend and vote on his/her/its behalf at the AGM. When a Shareholder appoints more than one proxy, such proxies may only vote by way of poll.

5. Shareholders may only appoint a proxy or proxies in writing i.e. the proxy form despatched to the Company's shareholders together with this notice or a copy of it, which shall be in compliance with the instructions thereon and signed by the person appointing the proxy or proxies or by his/her/its duly authorised attorney. If the form of proxy is signed by an attorney, the document appointing the attorney must be certified by a notary public. If the appointing shareholder is a legal entity, its seal or the signature of its director(s) or representative(s) duly authorized in writing is required. To be valid, a notarially certified power of attorney or other authority (if any) and the forms of proxy must be received by the office of the secretary to the Board (see Note 8 below) 24 hours prior to the commencement of the AGM. The completion and deposit of a form of proxy will not preclude any Shareholder from attending and voting in person at the AGM or any adjournment thereof.
6. Shareholders or their proxies shall present proof of identity upon attending the AGM. Should a proxy be appointed, the proxy shall also present his/her form of proxy.
7. The AGM are expected to last half a day. Shareholders who attend any of the Meetings shall bear their own traveling and accommodation expenses.
8. The address of the office of the secretary to the Board is as follows:  
  
No.1 Lutai Ave., Hi-tech District, Zibo City, Shandong Province, PRC Postal Code: 255086  
Telephone: 86 533 2196024  
Facsimile: 86 533 2287508
9. All references to time herein refer to Hong Kong time.
10. For the arrangements applicable to the A Share Shareholders in respect of the AGM, please refer to the notice(s) to A Share Shareholders published by the Company on the website of the Shenzhen Stock Exchange of the even date.
11. The proposed amendments to the articles of association of the Company have been set out in the announcement of the Company dated 10 May 2023 and the circular dated 23 May 2023.

As at the date hereof, the Board comprises:

*Executive Directors:*

Mr. He Tongqing (*Chairman*)  
Mr. Xu Wenhui  
Mr. Hou Ning

*Non-executive Directors:*

Mr. Xu Lie  
Mr. Cong Kechun

*Independent Non-executive Directors:*

Mr. Pan Guangcheng  
Mr. Zhu Jianwei  
Mr. Lo Wah Wai  
Mr. Ling Peixue