

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.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



CSPC PHARMACEUTICAL GROUP LIMITED

石藥集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 1093)

FURTHER ADJOURNMENT OF EGM

References are made to the circular (the “**Circular**”), the notice of extraordinary general meeting (the “**Original EGM Notice**”) and the form of proxy (the “**Proxy Form**”) of CSPC Pharmaceutical Group Limited (the “**Company**”), all dated 9 October 2023 in relation to, among other things, Mr. Cai’s Share Options, the Underlying Transaction and the Whitewash Waiver and the announcement of the Company dated 3 November 2023 in relation to the adjournment of EGM to Friday, 10 November 2023 at 4:00 p.m. at Suite 3206, 32/F, Central Plaza, 18 Harbour Road, Wan Chai, Hong Kong (the “**Adjourned EGM**”). Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Circular.

FURTHER ADJOURNMENT OF THE EGM

The Board announced that as more time is required to enable investors in the PRC who hold Shares through China Securities Depository and Clearing Corporation Limited (“**China Clear**”) (as nominee under the Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect) to give voting instructions to China Clear, at the Adjourned EGM held today, the Chairman of the Adjourned EGM exercised his power under Article 72 of the Articles of Association to propose a resolution to further adjourn the Adjourned EGM (the “**Adjournment Resolution**”) to 10:00 a.m. on 29 November 2023 at Suite 3206, 32/F, Central Plaza, 18 Harbour Road, Wan Chai, Hong Kong (the “**Further Adjourned EGM**”).

RESULTS OF THE ADJOURNMENT RESOLUTION

The poll results in respect of the Adjournment Resolution proposed at the Adjourned EGM was as follows:

ORDINARY RESOLUTION	Number of Votes (%)	
	For	Against
Further adjourn the Adjourned EGM to 10:00 a.m. on 29 November 2023 at Suite 3206, 32/F, Central Plaza, 18 Harbour Road, Wan Chai, Hong Kong.	1,987,881 (99.99%)	182 (0.01%)

A quorum was present throughout the Adjourned EGM. As more than 50% of the votes were cast in favour of the Adjournment Resolution, such resolution was duly passed by way of poll at the Adjourned EGM as ordinary resolution of the Company. As the Adjournment Resolution was duly passed, none of the resolutions set out in the Original EGM Notice had been put forward to vote at the Adjourned EGM, and thus, no business was discussed or transacted aside from the Adjournment Resolution.

As at the date of the Adjourned EGM, the Company had 11,903,219,732 Shares in issue. The Management Group (including Mr. Cai's Related Persons) (which held 3,558,899,663 Shares in aggregate, representing approximately 29.90% of the issued Shares as at the date of the Adjourned EGM) and the Trustee (which held 51,464,000 Shares, representing approximately 0.43% of the issued Shares as at the date of the Adjourned EGM) had voluntarily abstained from voting in respect of Adjournment Resolution to avoid potential conflict of interest. Accordingly, the total number of Shares held by the Shareholders who were entitled to attend and vote for or against the Adjournment Resolution was 8,292,856,069 Shares, representing approximately 69.67% of the issued Shares as at the date of the Adjourned EGM. Save as disclosed, no other Shareholder has abstained from voting. There was no Shareholder who was entitled to attend and abstain from voting in favour of the Adjournment Resolution at the Adjourned EGM as set out in Rule 13.40 of the Listing Rules.

The Adjourned EGM was chaired by Mr. Au Chun Kwok Alan, an independent non-executive Director. All Directors (except for Mr. Cai Dongchen, Mr. Zhang Cuilong, Mr. Pan Weidong, Mr. Wang Zenguo, Mr. Wang Huaiyu, Dr. Li Chunlei, Dr. Wang Qingxi, Dr. Jiang Hao, Mr. Wang Bo, Prof. Wang Hongguang and Mr. Law Cheuk Kin Stephen who were unable to attend due to other commitments) attended the Adjourned EGM in person or by electronics means.

Tricor Secretaries Limited, the Company's share registrar, was appointed as the scrutineer at the Adjourned EGM for the purpose of vote-taking.

A notice convening the Further Adjourned EGM will be despatched to the Shareholders as soon as reasonably practicable (the "New EGM Notice") in accordance with Article 72 of the Articles of Association.

NO CHANGE ON BOOK CLOSURE ARRANGEMENT

For the purpose of determining the list of Shareholders who were entitled to attend and vote at the EGM, the register of members of the Company was closed from Tuesday, 31 October 2023 to Friday, 3 November 2023 (both days inclusive), during which period no transfer of Shares was effected. The Shareholders who were entitled to attend and vote at the EGM was determined on the record date of 31 October 2023. As the Further Adjourned EGM to be held on Wednesday, 29 November 2023 is a further adjournment of the EGM after the Adjourned EGM, there will be no change to the aforesaid book closure dates and record date. As such, any person who became or becomes a Shareholder during the period from Saturday, 4 November 2023 to Wednesday, 29 November 2023 (both days inclusive) is not entitled to attend or vote at the Further Adjourned EGM.

PROXY FORM

The Proxy Form remains valid and applicable to the Further Adjourned EGM.

For any Shareholder as of the aforesaid record date who has not submitted the Proxy Form, please complete the Proxy Form in accordance with the instructions printed thereon and return it to the Company's share registrar, Tricor Secretaries Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible but in any event not less than 48 hours before the time fixed for the holding of the Further Adjourned EGM (i.e. before 10:00 a.m. on 27 November 2023).

Any Proxy Form duly completed and returned in accordance with the instructions printed thereon remains valid for the Further Adjourned EGM (unless superseded by an additional Proxy Form submitted to Tricor Secretaries Limited by the aforesaid timing) and the relevant Shareholders need not submit the Proxy Form again.

GENERAL

Save as announced above, all other information set out in the Circular and the resolutions contained in the Original EGM Notice and the Proxy Form remain unchanged. Shareholders are advised to read the New EGM Notice for further information.

By order of the Board
CSPC Pharmaceutical Group Limited
CAI Dongchen
Chairman

Hong Kong, 10 November 2023

As at the date of this announcement, the Board comprises Mr. CAI Dongchen, Mr. ZHANG Cuilong, Mr. WANG Zhenguo, Mr. PAN Weidong, Mr. WANG Huaiyu, Dr. LI Chunlei, Dr. WANG Qingxi, Mr. CHAK Kin Man and Dr. JIANG Hao as executive Directors; and Mr. WANG Bo, Mr. CHEN Chuan, Prof. WANG Hongguang, Mr. AU Chun Kwok Alan, Mr. LAW Cheuk Kin Stephen and Ms. LI Quan as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.