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國藥控股股份有限公司

SINOPHARM GROUP CO. LTD.*

(A joint stock limited company incorporated in the People's Republic of China with limited liability and carrying on business in Hong Kong as 國藥控股股份有限公司)

(Stock Code: 01099)

ANNOUNCEMENT

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

HELD ON WEDNESDAY, 20 DECEMBER 2023

References are made to (i) the notice of the EGM (the “**Notice**”) of Sinopharm Group Co. Ltd. (the “**Company**”) dated 5 December 2023; and (ii) the circular of the Company dated 5 December 2023 (the “**Circular**”). Terms used in this announcement shall have the same meanings as defined in the Circular unless the context otherwise requires.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the EGM was held at 9:00 a.m. on Wednesday, 20 December 2023 at Meeting Room 1401, Sinopharm Group Building, No. 385, East Longhua Road, Huangpu District, Shanghai, the People's Republic of China. Save for the third ordinary resolution, other resolutions proposed at the EGM were duly passed by way of poll. Mr. Yu Qingming, an executive Director; Mr. Chen Qiyu, Mr. Deng Jindong, Mr. Wang Kan, Mr. Wang Peng, Mr. Li Dong Jiu and Ms. Feng Rongli, non-executive Directors; and Mr. Chen Fangruo, Mr. Li Peiyu, Mr. Wu Tak Lung, Mr. Yu Weifeng and Mr. Shi Shenghao, independent non-executive Directors, attended the EGM.

The poll results in respect of the resolutions proposed at the EGM are as follows:

ORDINARY RESOLUTIONS		Number of Valid Votes (%)	
		For	Against
1.	THAT the 2023 Procurement Framework Agreement and the proposed annual caps for the continuing connected transactions contemplated thereunder, be and are hereby approved and confirmed; and THAT any one Director be and is hereby authorised to sign or execute such other documents or supplemental agreements or deeds on	881,822,913 (99.979%)	186,400 (0.021%)

* The Company is registered as a non-Hong Kong company under the Hong Kong Companies Ordinance under its Chinese name and the English name “Sinopharm Group Co. Ltd.”.

	behalf of the Company and to do all such things and take all such actions as he/she may consider necessary or desirable for the purpose of giving effect to the 2023 Procurement Framework Agreement and completing the transactions contemplated thereunder with such changes as he/she may consider necessary, desirable or expedient.		
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
2.	THAT the 2023 Sales Framework Agreement and the proposed annual caps for the continuing connected transactions contemplated thereunder, be and are hereby approved and confirmed; and THAT any one Director be and is hereby authorised to sign or execute such other documents or supplemental agreements or deeds on behalf of the Company and to do all such things and take all such actions as he/she may consider necessary or desirable for the purpose of giving effect to the 2023 Sales Framework Agreement and completing the transactions contemplated thereunder with such changes as he/she may consider necessary, desirable or expedient.	888,592,113 (99.979%)	186,400 (0.021%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
3.	THAT the 2023 Financial Services Framework Agreement and the proposed maximum daily balances of the Deposit Services contemplated thereunder, be and are hereby approved and confirmed; and THAT any one Director be and is hereby authorised to sign or execute such other documents or supplemental agreements or deeds on behalf of the Company and to do all such things and take all such actions as he/she may consider necessary or desirable for the purpose of giving effect to the 2023 Financial Services Framework Agreement and completing the transactions contemplated thereunder with such changes as he/she may consider necessary, desirable or expedient.	442,427,113 (49.779%)	446,351,400 (50.221%)
	As less than 50% of the votes were cast in favour of this resolution, the resolution was not passed as an ordinary resolution.		
SPECIAL RESOLUTION		Number of Valid Votes (%)	
		For	Against
4.	THAT the amendments to the Articles of Association as set out in the Circular be and are hereby approved and confirmed; and THAT any one Director be and is hereby authorised to handle the approval and filing procedures with relevant Administration for Market Regulation involved in such amendments to the Articles of Association on behalf of the Company, and to make wording adjustments to such amendments to the Articles of Association according to the opinions of Administration for Market Regulation (if applicable).	2,667,438,764 (99.993%)	186,400 (0.007%)
	As more than two-thirds of the votes were casted in favour of this resolution, the resolution was duly passed as a special resolution.		

As at the date of the EGM, the total number of issued shares of the Company (the “**Shares**”) was 3,120,656,191 Shares.

In accordance with the Hong Kong Listing Rules, CNPGC and its associates holding an aggregate of 1,778,845,451 Shares, representing approximately 57.00% of the total number of issued Shares of the Company, are required to abstain, and have abstained, from voting on resolutions No. 1 to No. 3 proposed at the EGM due to their material interests in such resolutions. Accordingly, the total number of Shares entitling the holders to attend and vote for or against resolutions No. 1 to No. 3 at the EGM was 1,341,810,740 Shares, while the total number of Shares entitling the holders to attend and vote for or against resolution No. 4 at the EGM was 3,120,656,191 Shares.

There were no Shares entitling the Shareholders of the Company to attend and shall abstain from voting in favour of any resolution proposed at the EGM as set out in Rule 13.40 of the Hong Kong Listing Rules. Save as disclosed above, no other holders of Shares were required under the Hong Kong Listing Rules to abstain from voting. There were no parties who had stated their intention in the Circular to vote against the resolutions proposed at the EGM or to abstain from voting.

Shareholders and authorised proxies holding an aggregate of 2,667,625,164 Shares, representing approximately 85.48 % of the total number of issued Shares of the Company, were present at the EGM. The holding of the EGM was in compliance with the requirements of the Company Law of the PRC and the Articles of Association. The EGM was chaired by Mr. Yu Qingming, the chairman of the Board.

In compliance with the requirements of the Hong Kong Listing Rules, Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, acted as scrutineer for the vote-taking at the EGM.

By order of the Board
Sinopharm Group Co. Ltd.
Yu Qingming
Chairman

Shanghai, the PRC
20 December 2023

As at the date of this announcement, the executive Directors are Mr. Yu Qingming and Mr. Liu Yong; the non-executive Directors are Mr. Chen Qiyu, Mr. Hu Jianwei, Mr. Deng Jindong, Mr. Wang Kan, Mr. Wang Peng, Mr. Wen Deyong, Mr. Li Dong Jiu and Ms. Feng Rongli; and the independent non-executive Directors are Mr. Chen Fangruo, Mr. Li Peiyu, Mr. Wu Tak Lung, Mr. Yu Weifeng and Mr. Shi Shenghao.