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**Pharmaron Beijing Co., Ltd.**

**康龍化成(北京)新藥技術股份有限公司**

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

**(Stock Code: 3759)**

**(I) POLL RESULTS OF THE ANNUAL GENERAL MEETING OF 2023,  
THE FIRST A SHARE CLASS MEETING OF 2024 AND  
THE FIRST H SHARE CLASS MEETING OF 2024 HELD ON JUNE 6, 2024;  
(II) THE 2023 PROFIT DISTRIBUTION PLAN;  
AND  
(III) AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The Board of Directors (the “**Board**”) of Pharmaron Beijing Co., Ltd. (the “**Company**”) is pleased to announce that the Annual General Meeting of 2023 (the “**AGM**”), the 2024 first A share class meeting (the “**A Share Class Meeting**”) and the 2024 first H share class meeting (the “**H Share Class Meeting**”), together with the AGM and the A Share Class Meeting, the “**Meetings**”) of the Company were held at Paris Hall, 3/F, Pullman Beijing South, No. 12 Ronghua South Road, Beijing Economic and Technological Development Area, Daxing District, Beijing, the PRC on June 6, 2024, and all the resolutions set out below were voted by way of poll.

References are made to the notices of the AGM and the H Share Class Meeting (collectively, the “**Notices**”), and the circular (the “**Circular**”) of the Company dated May 14, 2024. Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Circular.

**(I) POLL RESULTS OF THE ANNUAL GENERAL MEETING OF 2023, THE 2024 FIRST A SHARE CLASS MEETING AND THE 2024 FIRST H SHARE CLASS MEETING HELD ON JUNE 6, 2024**

As at the date of the AGM, the total number of issued shares of the Company (the “**Shares**”) is 1,787,394,297 Shares (comprising 1,485,857,172 A Shares and 301,537,125 H Shares).

The Meetings were legally and validly convened in compliance with the requirements of the PRC Company Law and the Articles of Association of the Company. The chairman of the Meetings was Mr. LOU Xiaoqiang, an executive Director.

In compliance with the requirements of the Listing Rules, the Company appointed Tricor Investor Services Limited (the Company’s H Share Registrar), the Company’s Supervisors, the Company’s shareholder representatives and Zhong Lun Law Firm (the Company’s PRC Legal Adviser) as the scrutineers for the vote-taking at the Meetings.

The Directors (including executive Directors Mr. LOU Xiaoqiang and Ms. ZHENG Bei, non-executive Directors, Mr. HU Baifeng, and independent non-executive Directors Ms. LI Lihua, Mr. ZHOU Qilin, Mr. Tsang Kwan Hung Benson and Mr. YU Jian) attended the Meetings.

## **1. CONVENING OF THE MEETINGS**

### ***AGM***

The total number of Shares entitling the holders to attend and vote in respect of the respective resolutions at the AGM is 1,780,555,634 Shares. According to the Company's share repurchase plan announcement published on April 25, 2024, as of June 6, 2024, the number of shares repurchased by the Company was 6,838,663 A shares, and the repurchased shares have not been cancelled.

No Shareholder of the Company was required under Rule 13.40 of the Listing Rules to abstain from voting in favour of any of the resolutions at the AGM. No Shareholder was required under the Listing Rules to abstain from voting. No Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the relevant resolution.

The total number of Shares with voting rights represented by the Shareholders attending the AGM in person or by proxy was 723,627,237, representing approximately 40.6405% of the total number of Shares with voting rights.

### ***A Share Class Meeting***

The total number of A Shares entitling the holders to attend and vote on each of the resolutions at the A Share Class Meeting was 1,479,018,509 A Shares.

No A Shareholder was required to abstain from voting in favour of any resolution at the A Share Class Meeting pursuant to Rule 13.40 of the Listing Rules. No A Shareholder is required to abstain from voting under the Listing Rules. No A Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the relevant resolution.

The total number of A Shares with voting rights represented by the Shareholders attending the A Share Class Meeting was 686,528,944 A Shares, representing approximately 46.4179% of the total number of A Shares with voting rights.

### ***H Share Class Meeting***

The total number of H Shares entitling the holders to attend and vote on each of the resolutions at the H Share Class Meeting was 301,537,125 H Shares.

No H Shareholder was required to abstain from voting in favour of any resolution at the H Share Class Meeting pursuant to Rule 13.40 of the Listing Rules. No H Shareholder was required under the Listing Rules to abstain from voting. No H Shareholder have stated their intention in the Circular to vote against or to abstain from voting on the relevant resolution.

The total number of H Shares with voting rights represented by the Shareholders attending the H Share Class Meeting was 37,130,062 H Shares, representing approximately 12.3136% of the total number of H Shares.

## 2. POLL RESULTS OF THE MEETINGS

### *Poll Results of the AGM*

The poll results in respect of the respective resolutions at the AGM were as follows:

ORDINARY RESOLUTIONS		FOR		AGAINST		ABSTAIN	
		NUMBER OF VOTES (SHARES)	PERCENTAGE	NUMBER OF VOTES (SHARES)	PERCENTAGE	NUMBER OF VOTES (SHARES)	PERCENTAGE
1.	Work Report of the Board of Directors for the year 2023.	723,524,612	99.9858%	50,975	0.0070%	51,650	0.0071%
2.	Work Report of the Supervisory Committee for the year 2023.	723,524,612	99.9858%	50,975	0.0070%	51,650	0.0071%
3.	Financial Statements for the year 2023.	723,524,612	99.9858%	50,975	0.0070%	51,650	0.0071%
4.	2023 Profit Distribution Plan.	723,557,012	99.9903%	50,975	0.0070%	19,250	0.0027%
5.	2023 Annual Report's full text and report summary and 2023 Annual Results Announcement.	723,524,612	99.9858%	50,975	0.0070%	51,650	0.0071%
6.	Remuneration of the Directors for the year 2024.	723,557,012	99.9903%	50,975	0.0070%	19,250	0.0027%
7.	Remuneration of the Supervisors for the year 2024.	723,557,012	99.9903%	50,975	0.0070%	19,250	0.0027%
8.	Foreign Exchange Hedging Quota for the year 2024.	723,557,012	99.9903%	50,975	0.0070%	19,250	0.0027%
9.	Amendments to the Independent Non-Executive Directors Working Policy.	723,007,412	99.9143%	600,575	0.0830%	19,250	0.0027%
10.	Amendments to the Related Party Transactions Management Policy.	723,549,237	99.9892%	58,750	0.0081%	19,250	0.0027%
11.	Amendments to the External Guarantee Management Policy.	723,549,237	99.9892%	58,750	0.0081%	19,250	0.0027%
12.	Amendments to the External Investment Management Policy.	723,549,237	99.9892%	58,750	0.0081%	19,250	0.0027%
13.	Amendments to the Special Storage and Use of Proceeds Management Policy.	723,549,237	99.9892%	58,750	0.0081%	19,250	0.0027%
14.	Amendments to the The Rules for Implementing the Cumulative Voting Mechanism	723,549,237	99.9892%	58,750	0.0081%	19,250	0.0027%

SPECIAL RESOLUTIONS		FOR		AGAINST		ABSTAIN	
		NUMBER OF VOTES (SHARES)	PERCENTAGE	NUMBER OF VOTES (SHARES)	PERCENTAGE	NUMBER OF VOTES (SHARES)	PERCENTAGE
15.	Guarantees Quota for the year 2024.	722,355,901	99.8243%	1,252,082	0.1730%	19,254	0.0027%
16.	Grant of General Mandate to Issue H Shares.	701,010,947	96.8746%	22,597,040	3.1227%	19,250	0.0027%
17.	Grant of Repurchase Mandate in relation to the H Shares.	723,582,412	99.9938%	25,575	0.0035%	19,250	0.0027%
18.	First Increase in Registered Capital and First Amendments to the Articles of Association by virtue of the First Increase in Registered Capital.	723,565,737	99.9915%	42,250	0.0058%	19,250	0.0027%
19.	Second Increase in Registered Capital and Second Amendments to the Articles of Association by virtue of the Second Increase in Registered Capital.	723,565,737	99.9915%	42,250	0.0058%	19,250	0.0027%
20.	Amendments to the Rules of Procedure for the General Meetings.	723,574,637	99.9927%	33,350	0.0046%	19,250	0.0027%
21.	Amendments to the Rules of Procedure for the Board Meetings.	713,070,063	98.5411%	33,350	0.0046%	10,523,824	1.4543%
22.	Amendments to the Rules of Procedure for the Supervisory Committee.	723,574,637	99.9927%	33,350	0.0046%	19,250	0.0027%

*Notes:* Any discrepancies in the table between the total and the sum of the amounts listed are due to rounding.

The above resolutions No. 1 to No. 14 were passed by the affirmative votes representing at least half of the total number of Shares held by the attending Shareholders having voting rights who attended the AGM in person or by proxy, and were duly passed as ordinary resolutions of the Company. The above resolutions No. 15 and 22 were passed by the affirmative votes representing at least two-thirds of the total number of Shares held by the attending Shareholders having voting rights who attended the AGM in person or by proxy, and were duly passed as special resolutions of the Company.

### ***Poll Results of the A Share Class Meeting***

The poll results in respect of the respective resolutions at the A Share Class Meeting were as follows:

SPECIAL RESOLUTIONS		FOR		AGAINST		ABSTAIN	
		NUMBER OF VOTES (SHARES)	PERCENTAGE	NUMBER OF VOTES (SHARES)	PERCENTAGE	NUMBER OF VOTES (SHARES)	PERCENTAGE
1.	First Increase in Registered Capital and First Amendments to the Articles of Association by virtue of the First Increase in Registered Capital.	686,501,569	99.9960%	25,575	0.0037%	1,800	0.0003%
2.	Second Increase in Registered Capital and Second Amendments to the Articles of Association by virtue of the Second Increase in Registered Capital.	686,501,569	99.9960%	25,575	0.0037%	1,800	0.0003%
3.	Grant of Repurchase Mandate in relation to the H Shares.	686,501,569	99.9960%	25,575	0.0037%	1,800	0.0003%

*Note:* Any discrepancies in the table between the total and the sum of the amounts listed are due to rounding.

The above resolutions No. 1 to 3 were passed by the affirmative votes representing at least two-thirds of the total number of Shares held by the attending Shareholders having voting rights who attended the A Share Class Meeting in person or by proxy, and were duly passed as special resolutions of the Company.

### ***Poll Results of the H Share Class Meeting***

The poll results in respect of the respective resolutions at the H Share Class Meeting were as follows:

SPECIAL RESOLUTIONS		FOR		AGAINST		ABSTAIN	
		NUMBER OF VOTES (SHARES)	PERCENTAGE	NUMBER OF VOTES (SHARES)	PERCENTAGE	NUMBER OF VOTES (SHARES)	PERCENTAGE
1.	First Increase in Registered Capital and First Amendments to the Articles of Association by virtue of the First Increase in Registered Capital.	37,072,837	99.8459%	16,675	0.0449%	40,550	0.1092%
2.	Second Increase in Registered Capital and Second Amendments to the Articles of Association by virtue of the Second Increase in Registered Capital.	37,072,837	99.8459%	16,675	0.0449%	40,550	0.1092%
3.	Grant of Repurchase Mandate in relation to the H Shares.	37,089,512	99.8908%	22,400	0.0603%	18,150	0.0489%

*Note:* Any discrepancies in the table between the total and the sum of the amounts listed are due to rounding.

The above resolutions No. 1 to 3 were passed by the affirmative votes representing at least two-thirds of the total number of Shares held by the attending Shareholders having voting rights who attended the H Share Class Meeting in person or by proxy, and were duly passed as special resolutions of the Company.

Please refer to the Circular for a full text of the resolutions.

## (II) 2023 PROFIT DISTRIBUTION PLAN

The Board announces the following information relating to the 2023 Profit Distribution Plan:

The Company will distribute in the form of cash dividends, on the basis of 1,780,555,634 shares in the total number of issued Shares (having deducted the number of shares deposited into the Company's repurchase account) as at Monday, July 8, 2024 (the "**Record Date**"), RMB0.20 (tax inclusive) (the "**Current Dividend**") for every 1 Share to all Shareholders, amounting to RMB356.1 million (tax inclusive) in aggregate, provided that there is no adjustment to the number of issued Shares (and the number of shares deposited into the Company's repurchase account remains unchanged) from the date of this announcement to the Record Date. If the total share capital changes due to the listing of new shares, share incentive vesting, share repurchase and other matters between the date of the annual general meeting and the Record Date, based on the total share capital of the record date of future implementation of the distribution plan (having deducted the number of shares deposited into the Company's repurchase account), the total amount of cash dividends will be adjusted accordingly.

The Current Dividend will be payable to H Shareholders whose names appeared on the register of members of the Company on the Record Date. For information including equity registration date for A Shareholders, please refer to the relevant announcements published on the Shenzhen Stock Exchange by the Company. In accordance with the Articles of Association, dividends shall be denominated and declared in RMB and payable in RMB to A Shareholders and HK\$ to H Shareholders. The actual amount declared in HK\$ is calculated based on the average exchange rate of HK\$ against RMB as promulgated by the People's Bank of China for the five business days preceding the date of the AGM (HK\$1 against RMB0.909546).

The Company appointed CMB Wing Lung Bank as the receiving agent (the "**Receiving Agent**") which will receive the Current Dividend declared by the Company on behalf of the H Shareholders. The Current Dividend will be paid by the Receiving Agent and the dividend warrants will be posted by the H Share Registrar, Tricor Investor Services Limited, by ordinary mail to the registered H Shareholders who are entitled to receive the Current Dividend at their own risk on or around Friday, July 26, 2024.

Details of the 2023 Profit Distribution are set out in the Circular. All Shareholders and investors are advised to read the Circular carefully and consult their advisers if necessary.

## **Tax Relief of H Shareholders**

In accordance with the Regulation on the Implementation of the EIT Law (《中華人民共和國企業所得稅法實施條例》) which came into effect on January 1, 2008 and last amend on April 23, 2019 and the EIT Law (《中華人民共和國企業所得稅法》) which was last amended and came into effect on December 29, 2018, and the “Notice on Issues in Relation to the Withholding of Enterprise Income Tax on Dividends Paid by PRC Enterprises to Overseas Non-resident Enterprise Holders of H Shares” (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)) promulgated on November 6, 2008, the Company is obliged to withhold and pay PRC enterprise income tax on behalf of non-resident enterprise Shareholders at a tax rate of 10%, when the Company distributes annual dividend to non-resident enterprise Shareholders whose names appear on the H Shares register of members. As such, any H Shares registered in the name of non-individual Shareholder, including shares registered in the name of HKSCC Nominees Limited, and other nominees, trustees, or other organizations and groups, shall be deemed to be H Shares held by non-resident enterprise Shareholder(s), and the PRC enterprise income tax shall be withheld from any dividends payable thereon. Non-resident enterprise Shareholders may wish to apply for a tax refund (if any) in accordance with the relevant requirements, such as tax agreements (arrangements), upon receipt of any dividends.

If any resident enterprise (as defined in the EIT Law) listed on the Company’s register of members for H Shares which is duly incorporated in the PRC or under the laws of a foreign country (or a region) but with a PRC-based de facto management body, does not wish to have the Company withhold and pay the said 10% enterprise income tax, it shall timely lodge with Tricor Investor Services Limited legal advices (affixed with the seal of the law firm) and relevant documents from a PRC certified lawyer confirming that the enterprise is a resident enterprise.

In accordance with the “Notice on Certain Issues Concerning the Policies of Individual Income Tax” (Cai Shui Zi [1994] No. 020) (《關於個人所得稅若干政策問題的通知》(財稅字[1994]020號)) promulgated by the PRC Ministry of Finance and the State Administration of Taxation on May 13, 1994, overseas individuals are, as an interim measure, exempted from the PRC individual income tax for dividends or bonuses received from foreign-invested enterprises. Therefore, the Company will not be required to withhold and pay any individual income tax on behalf of overseas individual Shareholders when the Company distributes the dividend to overseas individual Shareholders whose names appear on the H Share register of members.

Pursuant to the Notice on Taxation Policies Concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shenzhen and Hong Kong Stock Markets (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127 號)) issued by the Ministry of Finance, the State Administration of Taxation and China Securities Regulatory Commission (the “CSRC”), for dividends and bonuses received by mainland individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, H share companies shall withhold individual income tax at a tax rate of 20% for the investors. For mainland securities investment funds investing in shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the above rules also apply and individual income tax shall be levied on dividends and bonuses derived therefrom. Dividends and bonuses received by mainland enterprise investors from investing in shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect shall be included in their total revenue, and the enterprise income tax thereon may be levied according to the tax law. For dividends and bonuses received by mainland resident enterprises where the relevant H shares have been continuously held for more than 12 months, the enterprise income tax thereon may be exempt according to the tax law.

### **Tax Relief of A Shareholders**

Pursuant to the Notice on Relevant Issues Concerning Differential Individual Income Tax Policies on Dividends and Bonuses of Listed Companies (Cai Shui [2015] No. 101) (《關於上市公司股息紅利差別化個人所得稅政策有關問題的通知》(財稅[2015]101 號)) and the Notice on Relevant Issues Concerning the Implementation of Differential Individual Income Tax Policies on Dividends and Bonuses of Listed Companies (Cai Shui [2012] No. 85) (《關於實施上市公司股息紅利差別化個人所得稅政策有關問題的通知》(財稅[2012]85 號)) issued by the Ministry of Finance, the State Administration of Taxation and CSRC, for the dividends and bonuses received by individual investors from listed companies, from the date when individual investors obtain the Company’s stocks to the equity registration date, if the term of shareholding exceeds 1 year, individual income tax will be temporarily exempted; if the term of shareholding does not exceed 1 year (including 1 year), the listed company will not withhold and pay individual income tax, and will make corresponding adjustments in accordance with the above notification requirements when individual investors transfer stocks.

For shareholders of resident enterprises, income tax for dividends and bonuses is calculated and paid by themselves in accordance with regulations.

For qualified foreign institutional investors (QFII), pursuant to the Notice on Relevant Issues Concerning the Payment of Dividends, Bonuses and Interests and Withholding the Enterprise Income Tax by Chinese Resident Enterprises to Qualified Foreign Institutional Investors (Guo Shui Han [2009] No. 47) (《關於中國居民企業向 QFII 支付股息、紅利、利息代扣代繳企業所得稅有關問題的通知》(國稅函[2009]47 號)) issued by the State Administration of Taxation, the listed company withholds corporate income tax at a rate of 10%. If the dividends and bonuses received by QFII shareholders require to enjoy the treatment of tax agreements (arrangements), they may apply for tax refunds to the competent tax authorities after obtaining the dividends and bonuses in accordance with relevant regulations.



Pursuant to the relevant requirements under the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2016]127 號)》), for dividends received by domestic individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the company of such H shares shall withhold individual income tax at the rate of 20% on behalf of the investors. For dividends and bonuses received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The Company will strictly comply with the relevant laws or regulations of the relevant government authorities to withhold such income tax payment and strictly based on the register of members of H Shares of the Company on the Record Date. The Company assumes no liability whatsoever in respect of and will not entertain any claims arising from any delay in, or inaccurate determination of, the status of the Shareholders or any disputes over the mechanism of withholding of enterprise income tax.

In order to determine the entitlement of H Shareholders to the 2023 Profit Distribution, the register of members for H Shares of the Company will be closed from Tuesday, July 2, 2024 to Monday, July 8, 2024 (both days inclusive), during which period no transfer of H Shares will be registered. In order to qualify for receiving the New H Shares and the 2023 Profit Distribution, the holders of H Shares must lodge all share certificates accompanied by the transfer documents with the H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong on or before 4:30 p.m. on Friday, June 28, 2024.

The equity registration date and the date of distribution of cash dividends and other arrangements for the investors of Shenzhen-Hong Kong Stock Connect will be the same as those for the H Shareholders of the Company.

### (III) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the Circular of the Company, dated May 14, 2024. As confirmed by the legal advisers of the Company as to the laws of the People's Republic of China, the Board has obtained the proper authorization from the Shareholders at the AGM held on June 6, 2024 to amend the Articles of Association as disclosed in the Circular.

By order of the Board  
**Pharmaron Beijing Co., Ltd.**  
康龍化成(北京)新藥技術股份有限公司  
**Dr. Lou Boliang**  
*Chairman*

Beijing, the PRC  
June 6, 2024

*As at the date of this announcement, the Board of Directors comprises Dr. Lou Boliang, Mr. Lou Xiaoqiang and Ms. Zheng Bei as executive Directors; Mr. Hu Baifeng and Mr. Li Jiaqing as non-executive Directors; Ms. Li Lihua, Mr. Zhou Qilin, Mr. Tsang Kwan Hung Benson and Mr. Yu Jian as independent non-executive Directors.*