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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 2022,
THE FIRST A SHARE CLASS MEETING OF 2023 AND
THE FIRST H SHARE CLASS MEETING OF 2023 HELD ON JUNE 21, 2023;
(II) THE 2022 PROFIT DISTRIBUTION PLAN;
(III) RETIREMENT OF NON-EXECUTIVE DIRECTORS;
(IV) APPOINTMENT OF DIRECTORS OF THE THIRD
SESSION OF THE BOARD;
(V) APPOINTMENT OF SUPERVISORS OF THE THIRD
SESSION OF THE SUPERVISORY COMMITTEE;
AND
(VI) 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 2022 (the “**AGM**”), the 2023 first A share class meeting (the “**A Share Class Meeting**”) and the 2023 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 Juyuan Hall, 5/F, Block A, Zhaolin Plaza, No. 19 Ronghua Middle Road, Beijing Economic and Technological Development Area, Daxing District, Beijing, the PRC on June 21, 2023, 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**”), the circular (the “**Circular**”) and the announcement on change of book closure period of the Company dated May 25, 2023. 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 2022, THE 2023 FIRST A SHARE CLASS MEETING AND THE 2023 FIRST H SHARE CLASS MEETING HELD ON JUNE 21, 2023

As at the date of the AGM, the total number of issued shares of the Company (the “**Shares**”) is 1,191,224,554 Shares (comprising 990,199,804 A Shares and 201,024,750 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 Dr. LOU Boliang, 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 Dr. LOU Boliang, Mr. LOU Xiaoqiang and Ms. ZHENG Bei, non-executive Directors Mr. CHEN Pingjin, Mr. HU Baifeng, Mr. LI Jiaqing and Mr. ZHOU Hongbin, and independent non-executive Directors Ms. LI Lihua, Mr. ZHOU Qilin 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 1,191,224,554 Shares.

The Participants who are Shareholders of the Company and their respective associates (to the best of the Directors' knowledge, information and belief) holding the 166,300 A Shares (representing approximately 0.0140% of the then issued share capital of the Company) as at the Meetings record date are required to abstain, and have abstained, from voting on the special resolutions to be proposed to approve (i) the 2023 A Share Incentive Scheme (Draft) and its summary; (ii) the Assessment Management Measures for the Implementation of the 2023 A Share Incentive Scheme; and (iii) the Authorization to the Board to handle matters pertaining to the 2023 A Share Incentive Scheme.

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 575,782,263, representing approximately 48.3353% of the total number of Shares.

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 990,199,804 A Shares.

The Participants who are Shareholders of the Company and their respective associates (to the best of the Directors' knowledge, information and belief), holding the 166,300 A Shares (representing approximately 0.0168% of the then total A Shares of the Company) as at the Meetings record date, were required to abstain, and have abstained, from voting on the special resolutions to be proposed to approve (i) the 2023 A Share Incentive Scheme (Draft) and its summary; (ii) the Assessment Management Measures for the Implementation of the 2023 A Share Incentive Scheme; and (iii) the Authorization to the Board to handle matters pertaining to the 2023 A Share Incentive Scheme.

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 517,159,514 A Shares, representing approximately 52.2278% of the total number of A Shares.

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 201,024,750 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 60,078,148 H Shares, representing approximately 29.8859% 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 (NON-CUMULATIVE VOTING)		NUMBER OF VOTES(%)		
		FOR	AGAINST	ABSTAIN
1.	Work Report of the Board of Directors for the year 2022.	575,564,263 (99.9621%)	89,250 (0.0155%)	128,750 (0.0224%)
2.	Work Report of the Supervisory Committee for the year 2022.	575,564,263 (99.9621%)	89,250 (0.0155%)	128,750 (0.0224%)
3.	Financial Statements for the year 2022.	575,566,863 (99.9626%)	86,650 (0.0150%)	128,750 (0.0224%)
4.	2022 Annual Report's full text and report summary and 2022 Annual Results Announcement.	575,595,663 (99.9676%)	57,850 (0.0100%)	128,750 (0.0224%)
5.	Remuneration of the Directors for the year 2023.	575,688,063 (99.9836%)	91,800 (0.0159%)	2,400 (0.0004%)
6.	Remuneration of the Supervisors for the year 2023.	573,975,063 (99.6861%)	1,804,800 (0.3135%)	2,400 (0.0004%)
7.	Engagement of Domestic Financial and Internal Control Auditors for the year 2023.	571,478,820 (99.2526%)	4,301,042 (0.7470%)	2,401 (0.0004%)
8.	Engagement of International Auditor for the year 2023.	571,480,470 (99.2529%)	4,299,392 (0.7467%)	2,401 (0.0004%)
9.	Foreign Exchange Hedging Quota for the year 2023.	575,689,713 (99.9839%)	90,150 (0.0157%)	2,400 (0.0004%)
10.	Amendments to the Independent Non-Executive Directors Working Policy.	575,688,063 (99.9836%)	90,150 (0.0157%)	4,050 (0.0007%)
11.	Amendments to the Related Party Transactions Management Policy.	575,688,063 (99.9836%)	90,150 (0.0157%)	4,050 (0.0007%)
12.	Amendments to the External Guarantee Management Policy.	575,688,063 (99.9836%)	90,150 (0.0157%)	4,050 (0.0007%)
13.	Amendments to the Special Storage and Use of Proceeds Management Policy.	575,690,613 (99.9841%)	89,250 (0.0155%)	2,400 (0.0004%)
14.	Amendments to the Procedure for a Shareholder to Nominate a Person for Election as a Director.	575,689,713 (99.9839%)	90,150 (0.0157%)	2,400 (0.0004%)
15.	(Subject to the passing of resolutions no. 23, 24, 25, 26 and 27 below) Proposed Authorization for Registration of the Changes of Registered Capital and Amendments to the Articles of Association.	518,048,441 (89.9730%)	43,885,951 (7.6220%)	13,847,871 (2.4051%)

ORDINARY RESOLUTIONS (CUMULATIVE VOTING)		NUMBER OF CUMULATIVE VOTES(%)
30.	Appointment of executive directors of the third session of the Board:	
	30.1 Appointment of Dr. LOU Boliang as an executive director of the Company;	506,999,520 (88.0540%)
	30.2 Appointment of Mr. LOU Xiaoqiang as an executive director of the Company; and	537,293,356 (93.3154%)
	30.3 Appointment of Ms. ZHENG Bei as an executive director of the Company;	544,584,810 (94.5817%)
31.	Appointment of non-executive directors (other than the independent non-executive directors) of the third session of the Board:	
	31.1 Appointment of Mr. HU Baifeng as a non-executive director of the Company; and	545,342,137 (94.7133%)
	31.2 Appointment of Mr. LI Jiaqing as a non-executive director of the Company;	546,978,329 (94.9974%)
32.	Appointment of independent non-executive directors of the third session of the Board:	
	32.1 Appointment of Mr. ZHOU Qilin as an independent non-executive director of the Company;	520,825,638 (90.4553%)
	32.2 Appointment of Mr. TSANG Kwan Hung Benson as an independent non-executive director of the Company;	547,030,016 (95.0064%)
	32.3 Appointment of Mr. YU Jian as an independent non-executive director of the Company; and	547,286,577 (95.0510%)
	32.4 Appointment of Ms. LI Lihua as an independent non-executive director of the Company;	547,012,723 (95.0034%)
33.	Appointment of Supervisors of the third session of the Supervisory Committee:	
	33.1 Appointment of Dr. YANG Kexin as a Shareholder representative Supervisor of the Supervisory Committee; and	546,690,354 (94.9474%)
	33.2 Appointment of Ms. FENG Shu as a Shareholder representative Supervisor of the Supervisory Committee.	546,686,454 (94.9467%)

SPECIAL RESOLUTIONS (NON-CUMULATIVE VOTING)		NUMBER OF VOTES(%)		
		FOR	AGAINST	ABSTAIN
16.	(Subject to the passing of resolution no. 18 below) 2022 Profit Distribution Plan.	563,016,219 (97.7828%)	12,763,644 (2.2167%)	2,400 (0.0004%)
17.	Guarantees Quota for the year 2023.	563,120,519 (97.8009%)	12,659,344 (2.1986%)	2,400 (0.0004%)
18.	(Subject to the passing of resolution no. 16 above) Proposed Grant of the 2022 Convertible Bonds-Related Specific Mandate to Issue Additional Conversion Shares.	567,415,028 (98.5468%)	8,358,381 (1.4517%)	8,854 (0.0015%)
19.	Grant of General Mandate to Issue H Shares.	549,681,901 (95.4670%)	26,097,962 (4.5326%)	2,400 (0.0004%)
20.	2023 A Share Incentive Scheme (Draft) and its summary.	571,255,867 (99.2139%)	4,523,996 (0.7857%)	2,400 (0.0004%)
21.	Assessment Management Measures for the Implementation of the 2023 A Share Incentive Scheme.	574,667,670 (99.8064%)	1,112,193 (0.1932%)	2,400 (0.0004%)
22.	Authorization to the Board to handle matters pertaining to the 2023 A Share Incentive Scheme.	572,570,960 (99.4423%)	3,208,903 (0.5573%)	2,400 (0.0004%)
23.	Increase in Registered Capital.	573,617,553 (99.6240%)	2,162,310 (0.3755%)	2,400 (0.0004%)
24.	(Subject to the passing of resolution no. 23 above) Amendments to the Articles of Association by virtue of the Increase in Registered Capital.	540,596,129 (93.8890%)	28,541,228 (4.9569%)	6,644,906 (1.1541%)
25.	Repurchase and Cancellation of Part of the Restricted A Shares granted under the 2019 A Share Incentive Scheme.	570,520,037 (99.0861%)	5,245,226 (0.9110%)	17,000 (0.0030%)
26.	(Subject to the passing of resolutions no. 25 above) Reduction of Registered Capital.	570,671,287 (99.1123%)	5,093,976 (0.8847%)	17,000 (0.0030%)
27.	(Subject to the passing of resolutions no. 25 and 26 above) Amendments to the Articles of Association by virtue of the Reduction of Registered Capital and the Change in Board Composition.	575,693,213 (99.9845%)	86,650 (0.0150%)	2,400 (0.0004%)
28.	Amendments to the Rules of Procedure for the General Meetings.	575,436,602 (99.9400%)	343,261 (0.0596%)	2,400 (0.0004%)
29.	Amendments to the Rules of Procedure for the Supervisory Committee.	573,514,955 (99.6062%)	2,264,907 (0.3934%)	2,401 (0.0004%)

Notes:

1. For the purpose of calculating the result of the resolutions, all the votes for and against shall be regarded as voting rights.
2. 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. 15 and No.30 to No. 33 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. 16 and 29 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		NUMBER OF VOTES(%)		
		FOR	AGAINST	ABSTAIN
1.	(Subject to the passing of resolution no. 2 below) 2022 Profit Distribution Plan of 2022.	517,084,164 (99.9854%)	75,350 (0.0146%)	0 (0.0000%)
2.	(Subject to the passing of resolution no. 1 above) Proposed grant of the 2022 Convertible Bonds-Related Specific Mandate to issue Additional Conversion Shares.	516,343,195 (99.8422%)	809,865 (0.1566%)	6,454 (0.0012%)
3.	2023 A Share Incentive Scheme (Draft) and its summary.	516,498,471 (99.8722%)	661,043 (0.1278%)	0 (0.0000%)
4.	Assessment Management Measures for the Implementation of the 2023 A Share Incentive Scheme.	516,505,021 (99.8734%)	654,493 (0.1266%)	0 (0.0000%)
5.	Authorization to the Board to handle matters pertaining to the 2023 A Share Incentive Scheme.	516,505,021 (99.8734%)	654,493 (0.1266%)	0 (0.0000%)
6.	Increase in Registered Capital.	517,093,914 (99.9873%)	65,600 (0.0127%)	0 (0.0000%)
7.	Repurchase and Cancellation of Part of Restricted A Shares granted under the 2019 A Share Incentive Scheme.	516,948,214 (99.9591%)	211,300 (0.0409%)	0 (0.0000%)
8.	(Subject to the passing of resolution no. 7 above) Reduction of Registered Capital.	517,099,464 (99.9884%)	60,050 (0.0116%)	0 (0.0000%)

The above resolutions No. 1 to 8 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		NUMBER OF VOTES(%)		
		FOR	AGAINST	ABSTAIN
1.	(Subject to the passing of resolution no. 2 below) 2022 Profit Distribution Plan of 2022.	60,078,148 (100.0000%)	0 (0.0000%)	0 (0.0000%)
2.	(Subject to the passing of resolution no. 1 above) Proposed grant of the 2022 Convertible Bonds-Related Specific Mandate to issue Additional Conversion Shares.	57,666,186 (95.9853%)	2,411,959 (4.0147%)	0 (0.0000%)
3.	2023 A Share Incentive Scheme (Draft) and its summary.	57,137,361 (95.1051%)	2,940,787 (4.8949%)	0 (0.0000%)
4.	Assessment Management Measures for the Implementation of the 2023 A Share Incentive Scheme.	57,795,806 (96.2010%)	2,282,342 (3.7990%)	0 (0.0000%)
5.	Authorization to the Board to handle matters pertaining to the 2023 A Share Incentive Scheme.	57,795,806 (96.2010%)	2,282,342 (3.7990%)	0 (0.0000%)
6.	Increase in Registered Capital.	60,078,148 (100.0000%)	0 (0.0000%)	0 (0.0000%)
7.	Repurchase and Cancellation of Part of Restricted A Shares granted under the 2019 A Share Incentive Scheme.	59,621,487 (99.2399%)	456,661 (0.7601%)	0 (0.0000%)
8.	(Subject to the passing of resolution no. 7 above) Reduction of Registered Capital.	60,078,148 (100.0000%)	0 (0.0000%)	0 (0.0000%)

The above resolutions No. 1 to 8 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) 2022 PROFIT DISTRIBUTION PLAN

The Board announces the following information relating to the 2022 Profit Distribution Plan:

The Company will distribute in the form of cash dividends, on the basis of 1,191,154,804 shares in the total number of issued Shares as at Wednesday, July 26, 2023 (the “**Record Date**”) (assuming that the Company completes the repurchase and cancellation of part of the Restricted A Shares granted under the 2019 A Share Incentive Scheme as mentioned in the Circular before the Record Date and there is no other change to the total number of issued Shares), RMB0.30 (tax inclusive) (the “**Current Dividend**”) for every 1 Share to all Shareholders, amounting to RMB357.3 million (tax inclusive) in aggregate.

The Company also issued the Capitalization Shares on the basis of 5 Capitalization Shares for every 10 existing Shares by way of capitalization of reserve, resulting in a total increase of 595,577,402 Shares (comprising 495,065,027 New A Shares and 100,512,375 New H Shares) based on the total share capital of the Company of 1,191,154,804 Shares (comprising 990,130,054 A Shares and 201,024,750 H Shares) as at the Record Date (assuming that the Company completes the repurchase and cancellation of part of the Restricted A Shares granted under the 2019 A Share Incentive Scheme as mentioned in the Circular before the Record Date and there is no other change to the total number of issued Shares).

The Current Dividend will be payable and the Capitalized Shares will be issued 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 RMB0.912986).

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, August 18, 2023.

Details of the 2022 Profit Distribution and 2022 Capitalization of Reserve (including the expected timetable, applicable record dates, transfer arrangements, status of the Capitalization Shares, arrangements relating to fractional Capitalization Shares, conditions to which the 2022 Capitalization of Reserve and the 2022 Profit Distribution Plan are subject, fractional shares arrangements and matching services) 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 2022 Profit Distribution and 2022 Capitalization of Reserve, the register of members for H Shares of the Company will be closed from Thursday, July 20, 2023 to Wednesday, July 26, 2023 (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 2022 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 Wednesday, July 19, 2023.

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) RETIREMENT OF NON-EXECUTIVE DIRECTORS

As disclosed in the announcement of the Company dated April 27, 2023, the Board proposed to change the board composition. As the relevant resolution relating to amendments to the Articles of Associations in connection with the change in board composition has been passed at the AGM, each of Mr. CHEN Pingjin and Mr. ZHOU Hongbin will retire after the conclusion of the AGM. The Board of Directors hereby extends its sincere thanks to Mr. CHEN Pingjin and Mr. ZHOU Hongbin for their contributions to the Company. Mr. CHEN Pingjin and Mr. ZHOU Hongbin have confirmed that there is no disagreement with the Board or the Company and there are no other matters relating to their retirement that need to be brought to the attention of the Shareholders.

(IV) APPOINTMENT OF DIRECTORS OF THE THIRD SESSION OF THE BOARD

In accordance with the relevant requirements of the Articles of Association (with proposed amendments approved by the Shareholders at the AGM), the Company Law of the PRC and the Listing Rules, the third session of the Board shall consist of nine directors (the “**Director(s)**”), and shall include three executive Directors, two non-executive Directors and four independent non-executive Directors. At the AGM, the Shareholders resolved to approve the respective appointments of Dr. LOU Boliang, Mr. LOU Xiaoqiang and Ms. ZHENG Bei as executive Directors of the third session of the Board, the respective appointments of Mr. HU Baifeng and Mr. LI Jiaqing as non-executive Directors of the third session of the Board, and the respective appointments of Mr. ZHOU Qilin, Ms. LI Lihua, Mr. TSANG Kwan Hung Benson and Mr. YU Jian as independent non-executive Directors of the third session of the Board. For the biographical details of the Directors of the third session of the Board that are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, please refer to the announcement of the Company dated April 27, 2023 and the Circular of the Company dated May 25, 2023. As of the date of this announcement, there has been no change in such information.

The term of office of the third session of the Board will be three years, commencing from the conclusion of the AGM. The Company has entered into a service contract with each of the appointed Directors of the third session of the Board. The executive Directors shall not receive any remuneration in their capacities as Directors, but will only receive corresponding remuneration in their capacities as their respective roles in the Company. Their remuneration for the year ending December 31, 2023 for their respective roles consists of basic annual salary plus performance bonus, and such basic remuneration is determined with reference to similar remuneration standards in the market, taking into account factors such as roles and responsibilities, ability and working location. The basic salary shall be paid on a monthly basis, and the performance bonus shall be determined based on the results of individual performance appraisal and the operation of the Company. The non-executive Directors shall not receive any remuneration. The annual remuneration for independent non-executive Directors will be RMB300,000 (before tax), payable monthly, which was determined by reference to role and responsibility and prevailing market conditions, and the Company shall withhold and pay income tax on behalf of them. The Company shall reimburse the Directors all necessary and actual expenses in relation to the participation of the Board committee meetings, the meetings of the Supervisors and the general meetings of shareholders.

(V) APPOINTMENT OF SUPERVISORS OF THE THIRD SESSION OF THE SUPERVISORY COMMITTEE

At the AGM, the Shareholders has resolved to approve the appointment of Dr. YANG Kexin and Ms. FENG Shu as the shareholder representative Supervisors of the third session of the Supervisory Committee. Dr. YANG Kexin, Ms. FENG Shu and Ms. ZHANG Lan (elected as employee representative Supervisor on May 10, 2023) are members of the third session of the Supervisory Committee. The term of office of each of the Directors of the third session of the Board and the Supervisors of the third session of the Supervisory Committee will be three years commencing from the conclusion of the AGM. For the biographical details of the shareholder representative Supervisors and employee representative Supervisor of the third session of the Supervisory Committee that are required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules, please refer to the announcements of the Company dated April 27, 2023 and May 10, 2023 and the Circular of the Company dated May 25, 2023, respectively. As of the date of this announcement, there has been no change in such information.

(VI) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the Notice relating to the AGM and the Circular of the Company, both dated May 25, 2023. 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 21, 2023 to amend the Articles of Association as disclosed in the Notice and 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 21, 2023

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.

* *For identification purposes only*