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**三生制药**  
**3SBIO INC.**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1530)**

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 25 JUNE 2024;  
(2) PAYMENT OF FINAL DIVIDEND;  
(3) RETIREMENT OF INDEPENDENT NON-EXECUTIVE  
DIRECTOR;  
AND  
(4) CHANGE OF NON-EXECUTIVE DIRECTOR**

**(1) POLL RESULTS OF THE AGM**

Reference is made to the circular of 3SBio Inc. (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 24 May 2024 (the “**Circular**”) incorporating, amongst others, the notice (the “**Notice**”) of annual general meeting of the Company (the “**AGM**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the AGM held on 25 June 2024, all the proposed resolutions as set out in the Notice were taken by poll.

As at the time of the AGM, the total number of issued Shares was 2,438,920,412 Shares, among which there were (i) 4,522,500 treasury Shares held by the Company (including any treasury Shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) and as such shall abstain from voting at the AGM; and (ii) 23,219,500 Shares repurchased by the Company which are pending cancellation and should be excluded from the total number of Shares in issue for the purpose of the AGM. As disclosed in the Circular, Dr. LOU Jing and his close associates holding an aggregate of 527,983,001 Shares will abstain, and they have abstained from voting on the resolution no. 2(A) proposed at the AGM. In addition, the trustee of the share award scheme adopted by the Board on 16 July 2019 and amended

on 12 December 2021 has abstained from voting on all resolutions at the AGM in respect of a total of 40,357,688 Shares held by the trustee. The Company also confirms that it did not exercise its voting rights in respect of the Shares bought back by the Company held as treasury Shares or pending cancellation at the AGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions numbered 1, 2(B), 2(C) and 3 to 5 was 2,370,820,724 Shares; and the total number of Shares entitling the Shareholders to attend and vote for or against the resolution numbered 2(A) was 1,842,837,723 Shares.

Save as disclosed above, there was no restriction on any Shareholder casting votes on any of the proposed resolutions at the AGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour of any proposed resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No party has stated its intention in the Circular that it would vote against any proposed resolution or that it would abstain from voting at the AGM.

The Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of the respective resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company for the year ended 31 December 2023 and the reports of the directors and auditors thereon.	1,025,525,706 99.878357%	1,249,000 0.121643%
2.	(A) To re-elect Dr. LOU Jing as an executive director of the Company.	341,081,209 68.381492% <sup>Note (2)</sup>	157,710,496 31.618508%
	(B) To re-elect Mr. NG, Joo Yeow Gerry as an independent non-executive director of the Company.	1,022,431,706 99.577025%	4,343,000 0.422975%
	(C) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	1,024,663,566 99.794391%	2,111,140 0.205609%
3.	To declare a final dividend of HK\$25 cents per ordinary share for the year ended 31 December 2023.	1,026,774,706 100.000000%	0 0.000000%
4.	To re-appoint Ernst & Young as auditors of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the board of directors of the Company to fix their remuneration for the year ending 31 December 2024.	1,025,243,706 99.850892%	1,531,000 0.149108%

ORDINARY RESOLUTIONS		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
5.	(A) To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company (including any sale or transfer of treasury Shares out of treasury) not exceeding 20% of the total number of issued shares of the Company (excluding any treasury Shares) as at the date of passing of this resolution.	665,259,327 64.791168%	361,515,379 35.208832%
	(B) To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding any treasury Shares) as at the date of passing of this resolution.	1,026,774,706 100.000000%	0 0.000000%
	(C) To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares of the Company (including any sale or transfer of treasury Shares out of treasury) by the aggregate number of shares repurchased by the Company.	672,267,716 65.473732%	354,506,990 34.526268%

*Notes:*

- (1) Please refer to the Notice for the full text of the resolutions.
- (2) In respect of the resolution no. 2(A), the number of votes cast and approximate percentage of total number of votes cast at the AGM as set out in the above table are based on the total number of Shares held by the Shareholders who are entitled to attend and vote for or against the resolution (i.e. excluding (i) 4,522,500 treasury Shares held by the Company (including any treasury Shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited); (ii) 23,219,500 Shares repurchased by the Company which are pending cancellation; (iii) 40,357,688 Shares held by the trustee of the share award scheme adopted by the Board on 16 July 2019 and amended on 12 December 2021; and (iv) an aggregate of 527,983,001 Shares held by Dr. LOU Jing and his close associates). Pursuant to the scrutineer certificate issued by Computershare Hong Kong Investor Services Limited, a total of 869,064,210 Shares were cast in favour of the resolution no. 2(A), and a total of 157,710,496 Shares were cast against the resolution no. 2(A). In respect of the 527,983,001 Shares which Dr. LOU Jing and his close associates held through Central Clearing and Settlement System, votes were cast in favour of the resolution no. 2(A) inadvertently by Dr. LOU Jing and his close associates. As stated in the Circular, Dr. LOU Jing and his close associates should abstain from voting on the resolution no. 2(A) at the AGM. In this regard, if the votes cast by Dr. LOU Jing and his close associates had been disregarded, the total number of votes cast in favour of the resolution no. 2(A) was 341,081,209 votes and the total number of votes cast against the resolution no. 2(A) was 157,710,496 votes.

The Company has been informed by Dr. LOU Jing and his close associates that he and his close associates had cast in favour of the resolution no. 2(A) due to inadvertent oversight. If the votes cast by Dr. LOU Jing and his close associates had been disregarded, the total number of votes cast in favour of the resolution no. 2(A) was 341,081,209 votes and the total number of votes cast against the resolution no. 2(A) was 157,710,496 votes. As such, the resolution no. 2(A) would remain to be passed by more than 50% of the votes cast at the AGM, even if the votes in respect of the Shares in which Dr. LOU Jing and his close associates are interested were not counted. In such circumstances, the Board announces that the resolution no. 2(A) as set out in the Notice was duly passed by the Shareholders by way of poll at the AGM.

As more than 50% of votes were cast in favour of each of the resolutions numbered 1 to 5, all of the above ordinary resolutions were duly passed at the AGM.

All Directors attended the AGM in person or by electronic means.

## **(2) PAYMENT OF FINAL DIVIDEND**

As the resolution numbered 3 for the payment of the Final Dividend was duly passed at the AGM, subject to the fulfilment of the other condition as stated in the Circular, the Company will pay the Final Dividend for the year ended 31 December 2023 to the Shareholders whose names appear on the register of members of the Company as at the close of business on Friday, 26 July 2024 (the “**Record Date**”), and the payment date is expected to be Monday, 5 August 2024. For the avoidance of doubt, if there is any Shares repurchased by the Company but pending for cancellation and/or any treasury Shares held by the Company as a holder on the Record Date, none of those Shares shall be entitled to any payment of dividend. The Company will give instructions on the relevant arrangements to the Hong Kong share registrar of the Company and/or HKSCC Nominees Limited, and, if applicable, withdraw the Shares repurchased but pending for cancellation and/or treasury Shares from CCASS and re-register the repurchased Shares as treasury Shares under the Company’s name, or cancel the repurchased Shares.

## **(3) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

As disclosed in the Circular, Dr. ZHANG Dan retired as an independent non-executive Director with effect from the conclusion of the AGM due to his other business commitments. Dr. ZHANG Dan has confirmed that there is no disagreement with the Board and there is no matter in relation to his retirement which needs to be brought to the attention of the Shareholders or the Stock Exchange. The Board would like to extend its gratitude to Dr. ZHANG Dan for his invaluable efforts and contributions to the Company during his tenure of office and offers its best wishes to him.

#### **(4) CHANGE OF NON-EXECUTIVE DIRECTOR**

##### **RETIREMENT OF NON-EXECUTIVE DIRECTOR**

The Board hereby announces that, with effect from 25 June 2024, Mr. HUANG Bin (“**Mr. HUANG**”) has resigned as a non-executive Director as he has reached his retirement age. Mr. HUANG has confirmed that there is no disagreement with the Board and there is no matter in relation to his retirement which needs to be brought to the attention of the Shareholders or the Stock Exchange. The Board would like to extend its gratitude to Mr. HUANG for his invaluable efforts and contributions to the Company during his tenure of office and offers its best wishes to him.

##### **APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

The Board announces that, with effect from 25 June 2024, Ms. ZHANG Jiaoe (“**Ms. ZHANG**”) has been appointed as a non-executive Director.

Ms. ZHANG Jiaoe, aged 61, has been appointed as a non-executive Director on 25 June 2024. Ms. ZHANG has extensive experience in the field of medicine and pharmaceuticals. She worked as a research assistant in the Military Medical Research Institute of the Logistics Department of the Shenyang Military Region (瀋陽軍區後勤部軍事醫學研究所) from August 1987 to December 1990. In January 1993, Ms. ZHANG joined Shenyang Sunshine Pharmaceutical Co., Ltd. (瀋陽三生製藥有限責任公司) (“**Shenyang Sunshine**”) and has held various positions within the Group ever since. She served as a manager at Shenyang Sunshine from July 1993 to December 2001 and was appointed as the deputy factory director and head of the foreign cooperation department in January 2002 and May 2011, respectively. In March 2016, Ms. ZHANG became the assistant to the general manager of Shenyang Sunshine. She currently serves as the general manager of Liaoning Sunshine Technology Development Co., Ltd. (遼寧三生科技發展有限公司). Currently, she is also a supervisor of each of Northern Medicine Valley Desen (Shenyang) Biologics Co., Ltd. (北方藥谷德生(瀋陽)生物科技有限責任公司) and Zhejiang Sunshine Mandi Pharmaceutical Co., Ltd. (浙江三生蔓迪藥業有限公司).

Ms. ZHANG obtained a bachelor’s degree from the China Pharmaceutical University (中國藥科大學) in July 1987 and earned her qualifications as a chief pharmacist from the Human Resources Security Department of Liaoning Province (遼寧省人力資源和社會保障廳) in September 2010.

Ms. ZHANG has entered into an appointment letter with the Company as a non-executive Director for a term of three years commencing from 25 June 2024 for a remuneration of HK\$100,000 per annum, which was determined by the Board on the recommendation of the Remuneration Committee, having considered Ms. ZHANG’s expected contribution to the Company in terms of time, effort and her expertise, which may be terminated by either the Company or Ms. ZHANG by giving one month’s written notice or otherwise in accordance with the terms of the appointment letter. Pursuant to the Articles of Association, Ms. ZHANG shall hold office until the next annual general meeting of the Company following her appointment and shall then be eligible for re-election at the meeting and thereafter, shall be subject to retirement by rotation at the annual general meetings of the Company at least once every three years.

As at the date of this announcement, Ms. ZHANG was interested in 12,978,639 Shares within the meaning of Part XV of the Securities and Futures Ordinance, of which 12,898,639 Shares were held as beneficial owner and 80,000 share options were granted to a trust and held for the benefit of Ms. ZHANG pursuant to a share option scheme of the Company.

Save as disclosed above, as at the date of this announcement, Ms. ZHANG does not have, and/or is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)).

Save as disclosed above, Ms. ZHANG has confirmed that (i) she has and had no other relationships with any Directors, senior management or substantial or controlling Shareholders; (ii) she does not currently hold any other position with the Company or any of its subsidiaries; (iii) she has not held any directorship in other Hong Kong or overseas listed public companies in the last three years; (iv) she does not hold any other major appointments and professional qualifications; (v) there are no other matters relating to the aforesaid appointment that need to be brought to the attention of holders of securities of the Company; and (vi) there is no other information relating to the aforesaid appointment to be disclosed pursuant to any of the requirements under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to welcome Ms. ZHANG for joining the Board.

By order of the Board  
**3SBio Inc.**  
**Dr. LOU Jing**  
Chairman

Shenyang, the PRC  
25 June 2024

*As at the date of this announcement, the Board comprises Dr. LOU Jing and Ms. SU Dongmei as executive Directors; Ms. ZHANG Jiaoe as non-executive Director; and Mr. PU Tianruo, Ms. YANG Hoi Ti Heidi and Mr. NG, Joo Yeow Gerry as independent non-executive Directors.*