

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.



華潤醫藥集團有限公司

China Resources Pharmaceutical Group Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 3320)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 23 MAY 2025
AND
CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND COMPOSITION OF BOARD COMMITTEES**

References are made to (i) the circular of China Resources Pharmaceutical Group Limited (the “**Company**”) dated 28 April 2025 (the “**Circular**”); and (ii) the notice of Annual General Meeting dated 28 April 2025 (the “**Notice of Annual General Meeting**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF ANNUAL GENERAL MEETING

The Company is pleased to announce the poll results in respect of the resolutions proposed at the Annual General Meeting held on 23 May 2025 as follows:

Ordinary Resolutions proposed at the Annual General Meeting		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited financial statements, the directors’ report and the independent auditor’s report of the Company for the year ended 31 December 2024.	4,485,975,311 (99.95%)	2,089,010 (0.05%)
The resolution was duly passed as an ordinary resolution.			
2.	To declare a final dividend of RMB0.052 per share for the year ended 31 December 2024.	4,488,064,321 (100.00%)	0 (0.00%)
The resolution was duly passed as an ordinary resolution.			
3.	(1) To re-elect Mdm. Guo Wei as a non-executive Director.	4,325,138,102 (96.37%)	162,926,219 (3.63%)
The resolution was duly passed as an ordinary resolution.			

Ordinary Resolutions proposed at the Annual General Meeting			Number of Votes (%)	
			For	Against
	(2)	To re-elect Mr. Guo Chuan as a non-executive Director.	4,471,715,876 (99.64%)	16,348,445 (0.36%)
The resolution was duly passed as an ordinary resolution.				
	(3)	To re-elect Mr. Fu Tingmei as an independent non-executive Director.	4,388,646,346 (97.78%)	99,417,975 (2.22%)
The resolution was duly passed as an ordinary resolution.				
	(4)	To re-elect Mr. Zhang Kejian as an independent non-executive Director.	4,411,505,860 (98.29%)	76,558,461 (1.71%)
The resolution was duly passed as an ordinary resolution.				
4.	(1)	To elect Mdm. Chiu Mun Wai as an independent non-executive Director.	4,488,005,311 (99.99%)	59,010 (0.01%)
The resolution was duly passed as an ordinary resolution.				
	(2)	To elect Mr. Shi Luwen as an independent non-executive Director.	4,366,429,541 (97.46%)	113,932,780 (2.54%)
The resolution was duly passed as an ordinary resolution.				
5.		To authorise the Board to fix the remuneration of the Directors.	4,486,466,984 (99.96%)	1,597,337 (0.04%)
The resolution was duly passed as an ordinary resolution.				
6.		To re-appoint KPMG as the auditor of the Company and to authorise the Board to fix their remuneration.	4,488,064,306 (99.99%)	15 (0.01%)
The resolution was duly passed as an ordinary resolution.				
7.		To give a general mandate to the Directors to buy back shares of the Company. (Ordinary Resolution in item No.7 of the Notice of Annual General Meeting)	4,486,594,821 (99.97%)	1,469,500 (0.03%)
The resolution was duly passed as an ordinary resolution.				
8.		To give a general mandate to the Directors to issue new shares of the Company. (Ordinary Resolution in item No.8 of the Notice of Annual General Meeting)	4,140,915,914 (92.27%)	347,148,407 (7.73%)
The resolution was duly passed as an ordinary resolution.				
9.		To extend the general mandate to be given to the Directors to issue new shares of the Company. (Ordinary Resolution in item No.9 of the Notice of Annual General Meeting)	4,148,974,151 (92.44%)	339,090,170 (7.56%)
The resolution was duly passed as an ordinary resolution.				

As at the date of the Annual General Meeting, the total number of issued and fully paid-up Shares was 6,282,510,461 Shares. In relation to all resolutions proposed at the Annual General Meeting, the total number of Shares entitling the holders to attend and vote for or against the resolutions at the Annual General Meeting was 6,282,510,461 Shares. As at the date of the Annual General Meeting, the Company did not hold any treasury shares (including any treasury shares held or deposited with CCASS), and no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the Annual General Meeting. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the Annual General Meeting as set out in Rule 13.40 of the Listing Rules and there were no Shares requiring the holders to abstain from voting at the Annual General Meeting under the Listing Rules. No Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the Annual General Meeting.

Mdm. Deng Rong, an executive Director of the Company, presided the Annual General Meeting. The Directors Mdm. Guo Wei, Mr. Sun Yongqiang, Mr. Guo Chuan, Mdm. Jiao Ruifang, Mdm. Shing Mo Han Yvonne, Mr. Kwok Kin Fun, Mr. Fu Tingmei and Mr. Zhang Kejian attended the Annual General Meeting in person or via video conference, whilst Mr. Bai Xiaosong and Mr. Tao Ran were unable to attend the Annual General Meeting due to other business commitments.

Tricor Investor Services Limited, the share registrar of the Company, acted as scrutineers for the vote-taking at the Annual General Meeting.

Shareholders may refer to the Circular for details of the above resolutions proposed at the Annual General Meeting. The Circular may be viewed and downloaded from the Company's website at www.crpharm.com or the website of the Stock Exchange at www.hkexnews.hk.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board hereby announces that, Mdm. Shing Mo Han Yvonne (“**Mdm. Shing**”) and Mr. Kwok Kin Fun (“**Mr. Kwok**”) have retired as independent non-executive Directors upon conclusion of the Annual General Meeting. Following their retirement as independent non-executive Directors, Mdm. Shing has ceased to be the chairman of the audit committee (the “**Audit Committee**”), and member of each of the remuneration and appraisal committee (the “**Remuneration and Appraisal Committee**”), the nomination committee (the “**Nomination Committee**”), and the corporate governance committee (the “**Corporate Governance Committee**”) of the Company, while Mr. Kwok has ceased to be the chairman of the Remuneration and Appraisal Committee, and member of each of the Audit Committee, the Nomination Committee and the Corporate Governance Committee.

Each of Mdm. Shing and Mr. Kwok has confirmed that she/he has no disagreement with the Board and there are no matters in relation to her/his retirement that need to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to take this opportunity to express its gratitude and appreciation to Mdm. Shing and Mr. Kwok for their invaluable contributions to the Company and the Board.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that upon approval by the Shareholders at the Annual General Meeting, Mdm. Chiu Mun Wai (“**Mdm. Chiu**”) and Mr. Shi Luwen (“**Mr. Shi**”) have been appointed as independent non-executive Directors with effect from the conclusion of the Annual General Meeting.

The biographical details of Mdm. Chiu and Mr. Shi are as follows:

Mdm. Chiu Mun Wai, aged 55. Mdm. Chiu has over 30 years of experience in audit, financing and accounting industries. Mdm. Chiu joined KPMG (Hong Kong) (畢馬威會計師事務所(香港)) in August 1991 and served as a partner of KPMG Huazhen LLP Shenzhen branch (畢馬威華振會計師事務所(特殊普通合伙)深圳分所) from July 2005 to March 2018. From August 2018 to December 2019, Mdm. Chiu served as the vice chief financial officer of SCPG Capital Company Limited (印力資本管理有限公司). From April 2011 to March 2017, Mdm. Chiu was also a member of the Appeal Review Committee of the Shenzhen Stock Exchange (深圳證券交易所上訴覆核委員會). Mdm. Chiu is currently an independent non-executive director of Bama Tea Co., Ltd. (八馬茶業股份有限公司) (a company which has submitted an application for listing to the Stock Exchange) since January 2025. Mdm. Chiu obtained her bachelor’s degree in law from Peking University in the PRC and her master’s degree in science, majoring in finance, from the Chinese University of Hong Kong in 1999. Mdm. Chiu has been a certified public accountant of the Hong Kong Institute of Certified Public Accountants (香港會計師公會註冊會計師) since January 1995.

Mr. Shi Luwen, aged 61, has more than 38 years of experience in medical research. Since July 1987, he has been working at and is currently a professor in pharmaceutical administration and clinical pharmacy at the School of Pharmaceutical Sciences of Peking University (北京大學藥學院) (formerly known as School of Pharmaceutical Sciences of Beijing Medical University (北京醫科大學藥學院)). Since 2002, he has worked as a director at the International Research Center for Medical Administration of Peking University (北京大學醫藥管理國際研究中心), where he has been primarily involved in research and teaching. From December 2015 to December 2021, Mr. Shi served as an independent director of China Meheco Group Co., Ltd. (中國醫藥健康產業股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600056)). From May 2017 to July 2020, he served as a director of Zhejiang CONBA Pharmaceutical Co., Ltd (浙江康恩貝製藥股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600572)). Mr. Shi has served as an independent non-executive director of Hospital Corporation of China Limited (弘和仁愛醫療集團有限公司) (a company listed on the Stock Exchange (stock code: 3869)) since December 2016, an independent non-executive director of Dragon Laboratory Instruments Limited (大龍興創實驗儀器(北京)股份公司) since June 2020, an independent non-executive director of Centergate Technologies (Holding) Co., Ltd (北京中關村科技發展(控股)股份有限公司) (a company listed on the Shenzhen Stock Exchange (stock code: 000931)) since February 2022, an independent non-executive director of Shandong Boan Biotechnology Co., Ltd. (山東博安生物技術股份有限公司) (a company listed on the Stock Exchange (stock code: 6955)) since March 2022, an independent non-executive director of China National Medicines Corporation Ltd. (國藥集團藥業股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600511)) since April 2022, and an independent non-executive director of Sunho Biologics, Inc. (盛禾生物控股有限公司) (a company listed on the Stock Exchange (stock code: 2898)) since July 2023. Mr.

Shi obtained his bachelor's degree in chemistry from Beijing Medical University (北京醫科大學) in July 1987. He further obtained his master's degree in education from the University of Illinois at Chicago in Illinois in July 1992. He obtained his independent director qualification from the Shanghai Stock Exchange in January 2016.

There is no service contract entered into between the Company and each of Mdm. Chiu and Mr. Shi for their positions as independent non-executive Directors. Mdm. Chiu and Mr. Shi have no fixed term of service with the Company, but they will be subject to retirement by rotation and re-election at annual general meetings of the Company pursuant to the Articles of Association. Each of Mdm. Chiu and Mr. Shi will be entitled to an annual Director's fee of HK\$300,000, which is determined by the Board under the authority granted by the Shareholders at annual general meeting and with reference to their duties and responsibilities with the Company, the Company's performance and market situation.

As at the date of this announcement, each of Mdm. Chiu and Mr. Shi did not have any interest in the shares of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, each of Mdm. Chiu and Mr. Shi has confirmed that (i) she/he has and had no other relationships with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) she/he does not currently hold any other position with the Company or any of its subsidiaries; and (iii) she/he did not hold any directorship in other Hong Kong or overseas listed public companies in the last three years.

Each of Mdm. Chiu and Mr. Shi has confirmed that (i) she/he has satisfied all the criteria for independence set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) she/he had no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons of the Company; and (iii) there are no other factors that may affect her/his independence at the time of her/his appointment. Mdm. Chiu and Mr. Shi have confirmed that there are no other matters relating to the aforesaid appointments that need to be brought to the attention of Shareholders of the Company; and there is no other information relating to the aforesaid appointments to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from the conclusion of the Annual General Meeting, (i) Mdm. Chiu has been appointed as chairman of the Audit Committee, and member of each of the Remuneration and Appraisal Committee, the Nomination Committee and the Corporate Governance Committee; and (ii) Mr. Shi was appointed as chairman of the Remuneration and Appraisal Committee, and member of each of the Audit Committee, the Nomination Committee and the Corporate Governance Committee.

The Board takes this opportunity to extend a warm welcome to Mdm. Chiu and Mr. Shi for their appointments.

For and on behalf of
China Resources Pharmaceutical Group Limited
Bai Xiaosong
Chairman

PRC, 23 May 2025

As at the date of this announcement and after the aforesaid changes, the Board comprises Mr. Bai Xiaosong as chairman and executive Director; Mr. Tao Ran and Mdm. Deng Rong as executive Directors; Mdm. Guo Wei, Mr. Sun Yongqiang, Mr. Guo Chuan and Mdm. Jiao Ruifang as non-executive Directors and Mdm. Chiu Mun Wai, Mr. Fu Tingmei, Mr. Zhang Kejian and Mr. Shi Luwen as independent non-executive Directors.