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Sincere Pharmaceutical Group Limited

先聲藥業集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 2096)

**(I) POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON JUNE 12, 2026**

**(II) PAYMENT OF FINAL DIVIDEND
AND**

**(III) AMENDMENTS TO THE EXISTING ARTICLES OF ASSOCIATION
AND ADOPTION OF THE NEW ARTICLES OF ASSOCIATION**

Reference is made to the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**” or the “**Meeting**”) and the circular (the “**Circular**”) of Sincere Pharmaceutical Group Limited (the “**Company**”) both dated May 22, 2026. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Circular.

(I) POLL RESULTS OF AGM

The Board is pleased to announce that the AGM was held on June 12, 2026 at 9:00 a.m., and the proposed resolutions as set out in the AGM Notice (the “**Resolutions**”) were duly passed by the shareholders of the Company (the “**Shareholder(s)**”) by way of poll. The poll results in respect of the Resolutions are as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company (the “ Director(s) ”) and auditors of the Company (the “ Auditors ”) for the year ended December 31, 2025.	1,363,808,076 (99.816660%)	2,505,000 (0.183340%)

Ordinary Resolutions		Number of votes (%)	
		For	Against
2.	(a) To declare a final dividend of RMB0.18 per ordinary share of the Company for the year ended December 31, 2025 (the “ Final Dividend ”).	1,366,302,076 (99.999195%)	11,000 (0.000805%)
	(b) Any Director be and is hereby authorised to take such action, do such things and execute such further documents as the Director may at his/her absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Final Dividend.	1,366,302,076 (99.999195%)	11,000 (0.000805%)
3.	(a) To re-elect the following retiring Directors:		
	(i) Mr. TANG Renhong as an executive Director;	1,362,466,565 (99.718475%)	3,846,511 (0.281525%)
	(ii) Mr. WAN Yushan as an executive Director; and	1,310,440,156 (95.910680%)	55,872,920 (4.089320%)
	(iii) Mr. SONG Ruilin as an independent non-executive Director.	1,300,223,896 (95.162955%)	66,089,180 (4.837045%)
	(b) To authorise the board of the Directors to fix the remuneration of the Directors.	1,365,857,089 (99.966626%)	455,987 (0.033374%)
4.	To consider and approve the re-appointment of KPMG as the Auditors and authorise the board of the Directors to fix the auditors’ remuneration.	1,349,540,217 (98.772400%)	16,772,859 (1.227600%)
5.	To grant a general mandate to the Directors to allot, issue and deal with the securities of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of the Meeting.	1,168,787,559 (85.543173%)	197,525,517 (14.456827%)
6.	To grant a general mandate to the Directors to repurchase the securities of the Company not exceeding 10% of the total number of shares of the Company in issue as at the date of the Meeting.	1,365,471,385 (99.938397%)	841,691 (0.061603%)

Ordinary Resolutions		Number of votes (%)	
		For	Against
7.	To extend, conditional upon the passing of resolutions nos. 5 and 6, the total number of shares of the Company repurchased under resolution no. 6 to the mandate granted to the directors under resolution no. 5.	1,170,433,022 (85.663604%)	195,880,054 (14.336396%)
Special Resolution		Number of votes (%)	
		For	Against
8.	To consider and approve the proposed amendments to the articles of association of the Company set out in Appendix III to the Circular and the adoption of the new articles of association of the Company.	1,356,529,577 (99.283949%)	9,783,499 (0.716051%)

As more than 50% of the votes attaching to the Shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of each of the Resolutions, the Resolutions were duly passed as the ordinary resolutions.

As at the date of the AGM, (i) the total number of issued Shares was 2,568,198,618 Share, which was the total number of Shares entitling the holders to attend and vote on all the Resolutions at the AGM; (ii) there were no treasury shares held by the Company (including any treasury shares held or deposited with CCASS) and as such no voting rights of treasury shares have been exercised at the AGM; and (iii) there were no repurchased Shares which are pending cancellation and should therefore be excluded from the total number of issued Shares for the purposes of the AGM. There were no Shareholders who were required to abstain from voting in favour when casting votes on any of the Resolutions at the AGM according to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and there were no Shareholders who were required to abstain from voting at the AGM.

None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the Resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the share registrar of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

All Directors (including Mr. REN Jinsheng as the Chairman and executive Director, Mr. TANG Renhong; Mr. WAN Yushan and Ms. WANG Xi as the executive Directors; and Mr. SONG Ruilin, Mr. WANG Jianguo; Mr. WANG Xinhua and Mr. SUNG Ka Woon as the independent non-executive Directors) attended the AGM.

(II) PAYMENT OF THE FINAL DIVIDEND

The payment of the Final Dividend of RMB0.18 per Share for the year ended December 31, 2025 was approved at the AGM. The Final Dividend is denominated and declared in Renminbi (“**RMB**”) and payable in Hong Kong dollars (“**HK\$**”) to Shareholders. The actual amount declared in HK dollars is converted based on the average central parity rate of Renminbi against HK dollars as promulgated by the People’s Bank of China for the five business days preceding the date of the AGM at HK\$1 against RMB0.8698, being a cash dividend of HK\$0.2069 per Share.

The Final Dividend will be paid on or before Monday, July 13, 2026 to the Shareholders whose names appear on the register of members of the Company on Wednesday, June 24, 2026.

For the purpose of determining the entitlements to the Final Dividend for the year ended December 31, 2025, the register of members of the Company will be closed from Friday, June 19, 2026 to Wednesday, June 24, 2026 (both days inclusive). The record date will be Wednesday, June 24, 2026. In order to qualify for the Final Dividend, all transfer forms accompanied by the relevant share certificate(s) must be lodged with the Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Thursday, June 18, 2026.

(III) AMENDMENTS TO THE EXISTING ARTICLES OF ASSOCIATION AND ADOPTION OF THE NEW ARTICLES OF ASSOCIATION

The Board is pleased to announce that the Proposed Amendments to the Existing Articles of Association and the adoption of the New Articles of Association were duly approved by the Shareholders by way of a special resolution at the AGM. The full text of the New Articles of Association shall be published on the websites of the Company and Hong Kong Exchanges and Clearing Limited.

By order of the Board
Simcere Pharmaceutical Group Limited
Mr. REN Jinsheng
Chairman and Executive Director

Hong Kong, June 12, 2026

As at the date of this announcement, the Board comprises Mr. REN Jinsheng as the Chairman and executive Director; Mr. TANG Renhong, Mr. WAN Yushan and Ms. WANG Xi as the executive Directors; Mr. SONG Ruilin, Mr. WANG Jianguo, Mr. WANG Xinhua and Mr. SUNG Ka Woon as the independent non-executive Directors.