

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.



SHENZHEN HEPALINK PHARMACEUTICAL GROUP CO., LTD.
(深圳市海普瑞藥業集團股份有限公司)

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock code: 9989)

POLL RESULTS OF
THE 2022 ANNUAL GENERAL MEETING HELD ON MAY 22, 2023

Shenzhen Hepalink Pharmaceutical Group Co., Ltd. (the “**Company**”) announces that, at the 2022 annual general meeting of the Company (the “**AGM**”) held at 2:30 p.m. on Monday, May 22, 2023 at Ballroom, 2/F, L’Hermitage Hotel, 3031 Nanhai Boulevard, Nanshan District, Shenzhen, the PRC, all the proposed resolutions set out in the notice of the AGM were passed by way of poll. For details of the resolutions considered at the AGM, the Shareholders may refer to the notice of the AGM dated April 20, 2023 and the circular of the AGM dated April 20, 2023 of the Company (the “**Circular**”). Unless otherwise defined in this announcement, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the AGM, the total number of Shares in issue is 1,467,296,204 Shares (including 1,247,201,704 A Shares and 220,094,500 H Shares). No Shareholder was required to abstain from voting on the resolutions under the Listing Rules. There was no Share entitling the holder to attend the meeting and abstain from voting in favour of the resolutions under Rule 13.40 of the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM. Tricor Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer for vote-taking in respect of the H Shares at the AGM. The convening of the AGM was in compliance with the Company Law of the People’s Republic of China and the Articles of Association.

The executive directors of the Company: Mr. Li Li, Ms. Li Tan and Mr. Shan Yu; and the independent non-executive directors of the Company: Dr. Lu Chuan, Mr. Chen Junfa and Mr. Wang Zhaohui, attended the AGM in person or by electronic means.

I. CONVENING OF THE MEETING

The total number of Shares entitling the holders to attend and vote on the resolutions at the AGM was 1,467,296,204 Shares (including 1,247,201,704 A Shares and 220,094,500 H Shares). The total number of Shares with voting rights represented by the Shareholders attending the AGM in person or by proxy was 978,676,883 Shares (including 968,817,079 A Shares and 9,859,804 H Shares), representing approximately 66.6993% of the total number of Shares.

II. POLL RESULTS OF THE AGM

The poll results in respect of the respective resolutions at the AGM are set out below:

NO.	ORDINARY RESOLUTIONS (Resolutions adopting non-cumulative voting)	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.00	The resolution regarding the 2022 Work Report of the Board of Directors of the Company.	993,986,128 99.1263%	8,736,500 0.8713%	24,500 0.0024%
2.00	The resolution regarding the 2022 Work Report of the Board of Supervisors of the Company.	993,986,128 99.1263%	8,736,500 0.8713%	24,500 0.0024%
3.00	The resolution regarding the 2022 Annual Report and its Summary, H Shares Results Announcement, H Shares 2022 Annual Report, 2022 Corporate Governance Report and 2022 Environmental, Social and Governance Report of the Company.	994,042,128 99.1319%	8,680,500 0.8657%	24,500 0.0024%
4.00	The resolution regarding the 2022 Final Financial Report of the Company.	994,042,128 99.1319%	8,680,500 0.8657%	24,500 0.0024%
5.00	The resolution regarding the 2022 Profit Distribution Proposal of the Company.	994,066,628 99.1343%	8,680,500 0.8657%	0 0.0000%

NO.	SPECIAL RESOLUTIONS (Resolutions adopting non-cumulative voting)	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
6.00	The resolution regarding the purchase of wealth management products and cash flow management using internal funds.	988,148,838 98.5442%	14,598,290 1.4558%	0 0.0000%
7.00	The resolution regarding the application for credit line and providing guarantee to certain banks for 2023 of the Company.	993,611,591 99.0889%	9,135,535 0.9111%	0 0.0000%
NO.	ORDINARY RESOLUTIONS (Resolutions adopting non-cumulative voting)	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
8.00	The resolution regarding the re-appointment of auditors of the Company.	994,066,628 99.1343%	8,680,500 0.8657%	0 0.0000%
NO.	SPECIAL RESOLUTIONS (Resolutions adopting non-cumulative voting)	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
9.00	The resolution regarding the amendments to the Articles of Association.	994,066,628 99.1343%	8,680,500 0.8657%	0 0.0000%
NO.	ORDINARY RESOLUTIONS (Resolutions adopting non-cumulative voting)	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
10.00	The resolution regarding the remuneration of the independent Directors of the sixth session of the Board.	994,010,628 99.1287%	8,736,500 0.8713%	0 0.0000%
NO.	ORDINARY RESOLUTIONS (Resolutions adopting cumulative voting)	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
11.00	The resolution regarding the election of non-independent Directors of the sixth session of the Board.	/		
11.01	The resolution regarding the re-election of Mr. Li Li as a non-independent Director of the Company.	992,602,241 99.9883%		

NO.	ORDINARY RESOLUTIONS (Resolutions adopting cumulative voting)	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
11.02	The resolution regarding the re-election of Ms. Li Tan as a non-independent Director of the Company.	993,654,131 99.0932%		
11.03	The resolution regarding the re-election of Mr. Shan Yu as a non-independent Director of the Company.	993,654,131 99.0932%		
11.04	The resolution regarding the appointment of Mr. Zhang Ping as a non-independent Director of the Company.	993,654,131 99.0932%		
12.00	The resolution regarding the election of independent non-executive Directors of the sixth session of the Board.	/		
12.01	The resolution regarding the re-election of Dr. Lu Chuan as an independent non-executive Director of the Company.	993,936,131 99.1213%		
12.02	The resolution regarding the appointment of Mr. Huang Peng as an independent non-executive Director of the Company.	993,998,131 99.1275%		
12.03	The resolution regarding the appointment of Mr. Yi Ming as an independent non-executive Director of the Company.	994,066,631 99.1343%		
13.00	The resolution regarding the re-election of non-employee Supervisors of the sixth session of the Supervisory Committee.	/		
13.01	The resolution regarding the re-election of Mr. Zheng Zehui as a non-employee Supervisor of the Company.	993,716,131 99.0994%		
13.02	The resolution regarding the re-election of Ms. Tang Haijun as a non-employee Supervisor of the Company.	981,694,286 97.9005%		

Note: Under the cumulative voting system, “Against” and “Abstain” votes will be considered invalid.

As more than half of the votes from the Shareholders (including their proxies) attending the AGM were cast in favour of the resolutions numbered 1 to 5, 8, and 10 to 13, these resolutions were duly passed as ordinary resolutions.

As more than two-third of the votes from the Shareholders (including their proxies) attending the AGM were cast in favour of the resolutions numbered 6, 7 and 9, these resolutions were duly passed as special resolutions.

III. EXPLANATION IN RELATION TO THE PAYMENT OF FINAL DIVIDEND FOR THE YEAR ENDED DECEMBER 31, 2022 IN RESPECT OF THE COMPANY'S H SHARES

Pursuant to the articles of association of the Company, the Company declares dividend to its shareholders in Renminbi. Dividend payable to the holders of A Shares shall be paid in Renminbi whilst those payable to the holders of H Shares shall be paid in Hong Kong dollars.

For the purpose of payment of dividend to the holders of the Company's H Shares for the year ended December 31, 2022 (the "**Final Dividend**"), the average of the median exchange rates of Hong Kong dollars to Renminbi as announced by the Foreign Exchange Trading Centre of the PRC for the calendar week preceding Monday, May 22, 2023, the date on which the resolution of payment of the Final Dividend was declared and passed (May 15, 2023 to May 19, 2023), was HK\$100 to RMB89.1628. Accordingly, the Company will distribute the Final Dividend of HK\$1.1215 per ten share (tax inclusive) to the holders of the Company's H Shares.

The Company will distribute the Final Dividend to holders of its H Shares whose names appear on the register of members of the Company's H Shares at the close of business on Wednesday, May 31, 2023. The registers of members of the Company's H Shares will be closed from Monday, May 29, 2023 to Wednesday, May 31, 2023, both days inclusive, during which period no transfer of H Shares will be registered. In order to qualify for the proposed Final Dividend, all transfer of shares, accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's H Shares share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Thursday, May 25, 2023.

The Final Dividend (net of applicable taxes) will be paid by the Receiving Agent on or around Tuesday, August 15, 2023 and the relevant cheques will be mailed by Tricor Investor Services Limited around Tuesday, August 15, 2023 to the holders of the H Shares whose names are registered in the Company's register of members on Wednesday, May 31, 2023 by ordinary post at their own risk.

In accordance with the Enterprise Income Tax Law of the People's Republic of China (中華人民共和國企業所得稅法) and its implementation regulations which came into effect on January 1, 2008, the Company is required to withhold and pay enterprise income tax at the rate of 10% on behalf of the non-resident enterprise shareholders whose names appear on the register of members for H Shares when distributing the cash dividends. Any H Shares not registered under the name of an individual shareholder, including HKSCC Nominees Limited, other nominees, agents or trustees, or other organizations or groups, shall be deemed as shares held by non-resident enterprise shareholders. Therefore, on this basis, enterprise income tax shall be withheld from dividends payable to such shareholders. If holders of H Shares intend to change its shareholder status, please enquire about the relevant procedures with your agents or trustees. The Company will strictly comply with the law or the requirements of the relevant government authority and withhold and pay enterprise income tax on behalf of the relevant shareholders based on the register of members for H Shares as of the record date.

If the individual holders of H Shares are Hong Kong or Macau residents or residents of the countries which had an agreed tax rate of 10% for the cash dividends to them with the PRC under the relevant tax agreement, the Company should withhold and pay individual income tax on behalf of the relevant shareholders at a rate of 10%. Should the individual holders of H Shares be residents of the countries which had an agreed tax rate of less than 10% with the PRC under the relevant tax agreement, the Company shall withhold and pay individual income tax on behalf of the relevant shareholders at a rate of 10%. In that case, if the relevant individual holders of H Shares wish to reclaim the extra amount withheld due to the application of 10% tax rate, the Company can apply for the relevant agreed preferential tax treatment provided that the relevant Shareholders submit the evidence required by the notice of the tax agreement to Tricor Investor Services Limited. The Company will assist with the tax refund after the approval of the competent tax authority. Should the individual holders of H Shares be residents of the countries which had an agreed tax rate of over 10% but less than 20% with the PRC under the tax agreement, the Company shall withhold and pay the individual income tax at the agreed actual rate in accordance with the relevant tax agreement. In the case that the individual holders of H Shares are residents of the countries which had an agreed tax rate of 20% with the PRC, or which has not entered into any tax agreement with the PRC, or otherwise, the Company shall withhold and pay the individual income tax at a rate of 20%.

Profit Distribution to Investors of SZ Northbound Trading

For investors (including enterprises and individuals) investing in the A Shares listed on the Shenzhen Stock Exchange (the “**SZ Northbound Trading**”), their dividends will be distributed in RMB by the Company through the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such Shares. The Company will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the tax authorities for the withholding. For investors of SZ Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities for the entitlement of the rate under such tax treaty. Upon approval by the competent tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded.

The record date and the date of distribution of cash dividends and other arrangements for the investors of SZ Northbound Trading will be the same as those for the A Shareholders. Please refer the announcement of the Company that will be published on the websites of the Shenzhen Stock Exchange and on the Stock Exchange as overseas regulatory announcement (in Chinese only) relating to arrangements for dividend distribution to A Shareholders for details.

Profit Distribution to Investors of Southbound Trading

For investors of the Shanghai Stock Exchange and Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange (the “**Southbound Trading**”), the cash dividends will be paid in RMB. The record date and the date of distribution of dividends and other arrangements for the investors of Southbound Trading will be the same as those for the holders of H Shares.

Shanghai-Hong Kong Stock Connect: Pursuant to the relevant requirements under the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Caishui [2014] No. 81) (《關於滬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[2014]81號)》), for dividends received by domestic individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-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 and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

Shenzhen-Hong Kong Stock Connect: Pursuant to the relevant requirements under the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Caishui [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 and pay individual income tax at the rate of 20% on behalf of the investors. For dividends 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 and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

Shareholders are suggested to consult their tax consultants regarding the tax impacts in the PRC, Hong Kong and other countries (regions) for holding and selling the Shares.

IV. ELECTION OF CHAIRMAN OF THE BOARD, COMPOSITION OF THE BOARD AND CHAIRMAN OF THE SUPERVISORY COMMITTEE

The Board is pleased to announce that immediately following the AGM, Mr. Li Li was unanimously elected by the Board as the chairman of the sixth session of the Board. His terms of office would be consistent with the terms of office of the sixth session of the Board.

At the AGM, the resolutions were passed to elect Mr. Li Li, Ms. Li Tan, Mr. Shan Yu and Mr. Zhang Ping as executive Directors of the Sixth Session of the Board, and Dr. Lu Chuan, Mr. Huang Peng and Mr. Yi Ming as independent non-executive Directors of the Sixth Session of the Board.

The biographies of the abovementioned Directors were set out the circular dated April 20, 2023 of the Company published on the website of The Stock Exchange of Hong Kong Limited.

Also, immediately following the AGM, Mr. Zheng Zehui was unanimously elected by the Supervisory Committee as the chairman of the sixth session of the Supervisory Committee. His term of office would be consistent with his term of office as a Supervisor.

The sixth session of the Supervisory Committee comprises three Supervisors, including Mr. Zheng Zehui, Ms. Tang Haijun and Ms. Su Jilan. Ms. Su Jilan was re-elected as the employee representative Supervisor. Her term of office was consistent with the term of other Supervisors.

Please refer to the Circular for the biographical details of Ms. Su Jilan. As at the date of this announcement, the biography of Ms. Su Jilan has not changed.

V. APPOINTMENT OF CHAIRMEN AND MEMBERS OF BOARD COMMITTEES

Immediately following the AGM, the Board appointed the following chairmen and members of the Strategy Committee, Audit Committee, Remuneration and Evaluation Committee and Nomination Committee under the sixth session of the Board with the same terms of office of the sixth session of the Board:

Strategy Committee

The Strategy Committee consists of three members, namely Mr. Li Li, Ms. Li Tan and Dr. Lu Chuan. Mr. Li Li has been appointed as the chairman of the Strategy Committee.

Audit Committee

The Audit Committee consists of three members, namely Mr. Huang Peng, Dr. Lu Chuan and Mr. Yi Ming. Mr. Huang Peng has been appointed as the chairman of the Audit Committee.

Remuneration and Evaluation Committee

The Remuneration and Evaluation Committee consists of three members, namely Mr. Huang Peng, Mr. Yi Ming and Mr. Li Li. Mr. Yi Ming has been appointed as the chairman of the Remuneration and Evaluation Committee.

Nomination Committee

The Nomination Committee consists of three members, namely Dr. Lu Chuan, Mr. Li Li and Mr. Yi Ming. Dr. Lu Chuan has been appointed as the chairman of the Nomination Committee.

VI. RE-APPOINTMENT OF THE GENERAL MANAGER OF THE COMPANY

The Board is pleased to announce that immediately following the AGM, Mr. Shan Yu was unanimously re-elected by the Board as the general manager of the Company. His term of office would be consistent with the term of office of the sixth session of the Board. For the biography of Mr. Shan Yu, please refer to the Circular. As of the date of this announcement, the biography of Mr. Shan Yu has not changed.

VII. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board is pleased to announce that the proposed amendments to the Articles of Association were duly approved by the Shareholders at the AGM. The proposed amendments to the Articles of Association have taken effect since May 22, 2023.

By Order of the Board
Shenzhen Hepalink Pharmaceutical Group Co., Ltd.
Li Li
Chairman

Shenzhen, the PRC
May 22, 2023

As at the date of this announcement, the executive directors of the Company are Mr. Li Li, Ms. Li Tan, Mr. Shan Yu and Mr. Zhang Ping; and the independent non-executive directors of the Company are Dr. Lu Chuan, Mr. Huang Peng and Mr. Yi Ming.