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山東新華製藥股份有限公司

**Shandong Xinhua Pharmaceutical Company Limited**

*(a joint stock company established in the People's Republic of China with limited liability)*

(Stock Code: 00719)

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

The board (the “**Board**”) of directors (the “**Directors**”) of Shandong Xinhua Pharmaceutical Company Limited (the “**Company**”) wishes to announce that an extraordinary general meeting of the Company (the “**EGM**”) was held on the date of this announcement at the Company’s conference room at No. 1 Lutai Ave., Hi-tech District, Zibo City, Shandong Province, the People’s Republic of China.

The details of the resolution considered at the EGM were set out in the notice of extraordinary general meeting (“**Notice of EGM**”) and circular (the “**Circular**”) of the Company dated 13 November 2024 respectively, in relation to certain continuing connected transactions to be entered into by the Company. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

### **RESULTS OF THE EGM**

The EGM was held at the conference of the Company No. 1 Lutai Ave., Hi-tech District, Zibo City, Shandong Province, the PRC, as at the date of this announcement. The proposed resolution set out in the Notice of EGM was duly passed by way of poll at the EGM. As at the date of the EGM, the Company had a total of 682,407,635 Shares in issue, comprising 487,407,635 A Shares and 195,000,000 H Shares.

### **ATTENDANCE AT THE EGM AND THE POLL RESULTS**

#### **Attendance at the EGM**

The attendance results of the EGM were as follows:

Number of Shareholders who attended the EGM on-site (whether in person or by proxies) or by way of network voting	887
Including:	
total number of A Shareholders who attended the EGM physically on-site	3
total number of H Shareholders who attended the EGM physically on-site	1
total number of A Shareholders who participated in the EGM by way of network voting	883
Total number of voting Shares held by Shareholders who attended the EGM on-site (whether in person or by proxies) or by way of network voting	231,990,432

Including:	total number of voting A Shares held by Shareholders who attended the EGM physically on-site	204,991,092
	total number of voting H Shares held by Shareholders who attended the EGM physically on-site	17,150,800
	total number of voting A Shares held by Shareholders who participated by way of network voting	9,848,540
	Percentage of the total number of voting Shares of the participating Shareholders (whether in person or by proxies) to the total number of issued Shares	34.00%
Including:	percentage of the total number of voting A Shares of the Shareholders who attended the EGM physically on-site to the total number of issued Shares	30.04%
	percentage of the total number of voting H Shares of the Shareholders who attended the EGM physically on-site to the total number of issued Shares	2.51%
	percentage of the total number of voting A Shares of the A Shares Shareholders who participated by way of network voting to the total number of issued Shares	1.44%

#### Poll results of the EGM

The voting results of the EGM were as follows:

No.	Resolution	Total number of votes (%)			Voting results
		For	Against	Abstained	
<b>ORDINARY RESOLUTIONS</b>					
1.	To consider and approve each of the Shandong Lukang Agreement, the China Shandong Agreement, the Hualu Hengsheng Agreement and the Shandong Huatong Agreement (the “ <b>CCT Agreements</b> ”), their respective annual caps and the continuing connected transactions contemplated thereunder.	26,426,332 Shares (97.42%)	458,988 Shares (1.69%)	241,020 Shares (0.89%)	Passed

*Note:* the percentages shown were rounded to the nearest 2 decimal places. The numbers may not add up to 100% due to the rounding.

As of the date of EGM, Hualu Holdings Co. Ltd. (“**HHC**”) held 204,864,092 A Shares, representing approximately 30.02% of the total issued Shares of the Company and Hualu Investment Co. Ltd (“**Hualu Investment**”) held 37,091,988 A Shares, representing approximately 5.44% of the total issued Shares of the Company. Well Bring Limited (“**Well Bring**”) held 20,827,800 H Shares, representing approximately 3.05% of the total issued Shares of the Company. Hualu Investment is a direct wholly-owned subsidiary of HHC, and Well Bring is an indirect wholly-owned subsidiary of HHC. Each of Shandong Lukang (the board of directors of which is controlled by HHC), China Shandong Group (the share capital of which is held as to 99.75% by HHC), Shandong Huatong (the share capital of which is indirectly wholly-owned by HHC) and Hualu Hengsheng (the share capital of which is indirectly held as to approximately 32.06% by HHC) are associates of HHC, the controlling shareholder of the Company, and are therefore connected persons of the Company under Chapter 14A of the Hong Kong Listing Rules.

In view of the direct or indirect interests of HHC and/or its associates in the CCT Agreements and transactions contemplated thereunder, HHC and its associates have abstained from the resolutions for approving the CCT Agreements, their respective annual caps and the continuing connected transactions contemplated thereunder at the EGM.

Save as disclosed herein and so far as the Company is aware, (i) there were no Shares entitling the holders to attend and abstain from voting in favour of the resolution at the EGM as set out in Rule 13.40 of the Hong Kong Listing Rules; (ii) no Shareholders had stated their intention in the Circular to vote against or abstain from voting on the resolutions at the EGM; (iii) no Shareholders were required under the Hong Kong Listing Rules to abstain from voting at the EGM; and (iv) there were no Shares voted at the EGM but excluded from calculating the poll results under the Hong Kong Listing Rules.

The total numbers of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions proposed at the EGM were therefore 419,623,755 Shares, representing approximately 61.49% of the Shares as at the day of this announcement.

As more than half of the votes from the Shareholders who were entitled to attend and who voted at the EGM were cast in favour of the ordinary resolution at the EGM, the resolution has been duly passed at the EGM.

#### **ATTENDANCE OF DIRECTORS AT THE EGM**

All of the Directors, including Mr. He Tongqing, Mr. Xu Wenhui, Mr. Xu Lie, Mr. Zhang Chenyong, Mr. Hou Ning, Mr. Pan Guangcheng, Mr. Zhu Jianwei, Mr. Ling Peixue and Ms. Cheung Ching Ching, Daisy, attended the EGM in person.

#### **ATTESTATION BY LAWYER AND SCRUTINEER**

Grant Thornton Zhitong Certified Public Accountants LLP (Special General Partnership) (“**Zhitong**”), the auditors of the Company, served as the scrutineer at the EGM for the purpose of vote taking.

The EGM were attested by BEIJING JINGTIAN & GONGCHENG, PRC legal advisers to the Company, which issued a written legal opinion certifying that the convening and procedures of the EGM, the qualifications of the attendees and the voting procedures were in compliance with Corporate Law of the People’s Republic of China ( 中華人民共和國公司法 ), the Security Law of the People’s Republic of China ( 中華人民共和國證券法 ), Rules for General Meetings of Shareholders of Listed Companies ( 上市公司股東大會規則 ), Implementation Rules for Online Voting in the General Meeting of Shareholders of Listed Companies of Shenzhen Stock Exchange ( 深圳證券交易所上市公司股東大會網路投票實施細則 ) and other relevant laws, administrative regulations and rules and the Company’s Articles of Association. The qualifications of the convener and the attendees were legal and valid. The voting procedures were legal, and the voting results of the EGM were legal and valid.

#### **DOCUMENTS FOR INSPECTION AT THE COMPANY PURSUANT TO THE APPLICABLE PRC LAWS, RULES AND REGULATIONS**

1. Meeting minutes of the EGM; and
2. Legal opinion issued by BEIJING JINGTIAN & GONGCHENG.

By Order of the Board  
**Shandong Xinhua Pharmaceutical Company Limited**  
**He Tongqing**  
*Chairman*

6 December 2024, Zibo, PRC

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. He Tongqing (Chairman)  
Mr. Xu Wenhui  
Mr. Hou Ning

Non-executive Directors:

Mr. Xu Lie  
Mr. Zhang Chengyong

Independent Non-executive Directors:

Mr. Pan Guangcheng  
Mr. Zhu Jianwei  
Mr. Ling Peixue  
Ms. Cheung Ching Ching, Daisy