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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)

- (I) **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING ;**
- (II) **APPOINTMENT AND RE-ELECTION OF DIRECTORS AND SUPERVISORS;**
- (III) **RE-APPOINTMENT OF CHAIRMAN OF THE BOARD AND RE-APPOINTMENT OF
CHAIRMAN OF SUPERVISORY COMMITTEE;**
- (IV) **MEMBERS OF THE BOARD COMMITTEES; AND**
- (V) **RE-APPOINTMENT OF SENIOR MANAGEMENT**

The board (the “**Board**”) of directors (the “**Directors**”) of Shandong Xinhua Pharmaceutical Company Limited (the “**Company**”) is pleased to announce that all resolutions proposed have been duly passed at the extraordinary general meeting (the “**EGM**”) held in sequence 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 resolutions considered at the EGM were set out in the notice of extraordinary general meeting dated 30 November 2023 and the circular dated 30 November 2023 of the Company (the “**Circular**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

As at the date of the EGM, the total number of issued Shares of the Company was 674,682,835 Shares, of which 479,682,835 Shares were A Shares and 195,000,000 were 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	8
Including: total number of A Shareholders who attended the EGM on-site	1
total number of H Shareholders who attended the EGM on-site	1
total number of A Shareholders who participated in network voting	6
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	212,297,707
Including: total number of voting A Shares held by Shareholders who attended the EGM on-site	204,864,092
total number of voting H Shares held by Shareholders who attended the EGM on-site	5,593,471
total number of A Shareholders who participated in network voting	1,840,144
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	31.47%
Including: percentage of the total number of voting A Shares of the Shareholders who attended the EGM on-site to the total number of issued Shares	30.36%
percentage of the total number of voting H Shares of the Shareholders who attended the EGM on-site to the total number of issued Shares	0.83%
percentage of the total number of voting A Shares of the A Shares Shareholders who participated in network voting to the total number of issued Shares	0.27%

So far as the Company is aware, no other Shareholder was required to abstain from voting in respect of any of the resolutions proposed at the EGM. The Company is not aware of any parties having indicated in the Circular their intention to vote against any resolutions proposed at the EGM or to abstain. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any resolution at the EGM as set out under Rule 13.40 of the 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 674,682,835 Shares, representing approximately 100% of the total Shares respectively as at the day of this announcement.

The Company would like to report that the following:

Mr. He Tongqing, Mr. Xu wenhui, Mr. Xu Lie, Mr. Hou Ning, Mr. Pan Guangcheng and Mr. Zhu Jianwei attended the EGM in person; and

Mr. Cong Kechun and Mr. Lo Wah Wai were unable to attend the EGM due to other business engagement.

The voting results of the EGM were as follows:

Poll results of the EGM

No.	Resolution	Class of shares	Proportion of votes obtained	Voting results
Executive and non-executive directors				
1	To consider and approve the re-election of Mr. He Tongqing as executive director of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Total number of votes	210,712,907	Pass
		Percentage of the total of the valid votes cast at the EGM	99.25%	
2	To consider and approve the re-election of Mr. Xu Wenhui as executive director of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Total number of votes	211,940,256	Pass
		Percentage of the total of the valid votes cast at the EGM	99.83%	
3	To consider and approve the re-election of Mr. Xu Lie as non-executive director of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Total number of votes	212,188,614	Pass
		Percentage of the total of the valid votes cast at the EGM	99.95%	
4	Mr. Zhang Chengyong be elected as non-executive director of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Total number of votes	212,174,696	Pass
		Percentage of the total of the valid votes cast at the EGM	99.94%	
5	To consider and approve the re-election of Mr. Hou Ning as executive director of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.。	Total number of votes	212,173,746	Pass
		Percentage of the total of the valid votes cast at the EGM	99.94%	
Independent non-executive directors				
1	To consider and approve the re-election of Mr. Pan Guangcheng as independent non-executive director of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Total number of votes	210,731,459	Pass
		Percentage of the total of the valid votes cast at the EGM	99.26%	
2	To consider and approve the re-election of Mr. Zhu Jianwei as independent non-executive director of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Total number of votes	211,958,708	Pass
		Percentage of the total of the valid votes cast at the EGM	99.84%	
3	Mr. Ling Peixue be elected as independent	Total number of votes	212,204,707	Pass

	non-executive director of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Percentage of the total of the valid votes cast at the EGM	99.96%	
4	Ms. Cheung Ching Ching, Daisy be elected as independent non-executive director of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Total number of votes	212,286,807	Pass
		Percentage of the total of the valid votes cast at the EGM	99.99%	
Supervisors				
1	To consider and approve the re-election of Mr. Liu Chengtong as supervisor of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Total number of votes	212,286,808	Pass
		Percentage of the total of the valid votes cast at the EGM	99.99%	
2	To consider and approve the re-election of Mr. Tao Zhichao as supervisor of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Total number of votes	212,286,807	Pass
		Percentage of the total of the valid votes cast at the EGM	99.99%	
3	To consider and approve the re-election of Mr. Xiao Fangyu as supervisor of the Company by cumulative voting for a period of 3 years with effect from the date of approval by the Shareholders.	Total number of votes	212,286,807	Pass
		Percentage of the total of the valid votes cast at the EGM	99.99%	

As more than *one-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 resolutions, all resolutions have been duly passed at the EGM.

ATTESTATION BY LAWYER AND SCRUTINEER

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

The EGM was attested by Jingtian & Gongcheng (Beijing), 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 the relevant laws, administrative regulations and rules including the Companies Law of PRC, the Rules of General Meeting and the Company’s Articles of Association. 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 2023 first EGM; and
2. Legal opinion issued by Jingtian & Gongcheng (Beijing).

APPOINTMENT AND RE-ELECTION OF DIRECTORS AND SUPERVISORS

References are made to (i) the announcement of the Company dated 17 November 2023; and (ii) the Circular in relation to the proposed appointment and re-election of Directors and Supervisors. The biographical details of each of the re-elected and appointed Directors and re-elected Supervisors and other information required to be

disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out in the Circular. As at the date of this announcement, there has been no change to such information.

The Board is pleased to announce that the Proposed Appointment and Re-election were approved at the EGM.

Appointment of Directors

Pursuant to the ordinary resolutions passed at the EGM, Mr. Zhang Chengyong was appointed as non-executive Director of the eleventh session of the Board; and Mr. Ling Peixue and Ms. Cheung Ching Ching, Daisy were appointed as independent non-executive Directors of the eleventh session of the Board. The term of the eleventh session of the Board commenced from the approval of the Shareholders at the EGM and will last for three years.

Re-election of Directors

Pursuant to ordinary resolutions passed at the EGM, Mr. He Tongqing, Mr. Xu Wenhui and Mr. Hou Ning were re-elected as executive Directors of the eleventh session of the Board; Mr. Xu Lie was re-elected as non-executive Director of the eleventh session of the Board; and Mr. Pan Guangcheng and Mr. Zhu Jianwei was re-elected as independent non-executive Director of the eleventh session of the Board. The term of the eleventh session of the Board commenced from the approval of the Shareholders at the EGM and will last for three years.

Re-election of Supervisors

Pursuant to ordinary resolutions passed at the EGM, Mr. Liu Chengtong, Mr. Tao Zhichao and Mr. Xiao Fangyu were re-elected as Supervisors of the eleventh session of the Supervisory Committee for a term of three years commencing from the approval of the Shareholders at the EGM.

RE-APPOINTMENT OF THE CHAIRMAN OF THE BOARD AND RE-APPOINTMENT OF THE CHAIRMAN OF THE SUPERVISORY COMMITTEE

The Board is pleased to announce that, after the EGM:

- (1) the eleventh session of the Board has resolved to re-appoint Mr. He Tongqing as the Chairman of the eleventh session of the Board with immediate effect; and
- (2) the eleventh session of the Supervisory Committee has resolved to appoint Mr. Liu Chengtong as the Chairman of the eleventh session of the Supervisory Committee with immediate effect.

MEMBERS OF BOARD COMMITTEES

Following the above-mentioned appointed and re-elected members of the Board, the eleventh session of the Board has resolved to appoint the members of the Board committees as follows:

Director/ Committee	Nomination Committee	Remuneration And Examination Committee	Audit Committee	Strategic Development Committee
Mr. He Tongqing	M			C

Mr. Xu Wenhui	M			M
Mr. Xu Lie				M
Mr. Zhang Chengyong				M
Mr. Pan Guangcheng	C	M	M	M
Mr. Zhu Jianwei	M	C	M	M
Mr. Ling Peixue		M	M	M
Ms. Cheung Ching Ching, Daisy	M	M	C	M

Notes –

C: Chairman of committee

M: Member of committee

REAPPOINTMENT OF SENIOR MANAGEMENT

The eleventh session of the Board has resolved to re-appoint the incumbent senior management of the Company as follows:

General Manager

Mr. Xu Wenhui

Deputy General Managers

Mr. Zheng Zhonghui

Mr. Wei Changsheng

Mr. Liu Xuesong

Mr. Kou Zuxing

Financial Controller

Mr. Hou Ning

Secretary to the Board

Mr. Cao Changqiu

By Order of the Board

Shandong Xinhua Pharmaceutical Company Limited

He Tongqing

Chairman

22 December 2023, 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

