

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.



Fusen Pharmaceutical Company Limited

福森藥業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1652)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 20 JANUARY 2021

Reference is made to the circular (the “**Circular**”) and the notice of extraordinary general meeting (the “**EGM**”) of Fusen Pharmaceutical Company Limited (the “**Company**”) both dated 28 December 2020. Capitalised terms used in this announcement shall have the same meaning as those defined in the Circular unless otherwise defined herein.

The Board is pleased to announce that the resolution proposed at the EGM held at 7/F, Nexxus Building, 77 Des Voeux Road Central, Hong Kong on Wednesday, 20 January 2021 at 2:00 p.m. was duly passed by the Shareholders by way of poll.

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

The poll results are as follows:

Ordinary Resolution		Number of Votes (%)		Total number of votes cast
		For	Against	
1.	<p>(a) (i) the Renewed Master Chinese Medicine Purchase Agreement, the terms of the transactions contemplated under the Renewed Master Chinese Medicine Purchase Agreement and the implementation thereof be and are hereby approved, confirmed and ratified;</p> <p>(ii) the Proposed Annual Caps in relation to the transactions contemplated under the Renewed Master Chinese Medicine Purchase Agreement for the three years ending 31 December 2023 be and are hereby approved; and</p> <p>(b) the director(s) of the Company be and are hereby authorised for and on behalf of the Company to, amongst other matters, sign, execute and deliver or to authorise the signing, execution and delivery of all such documents and to do all such things as they may in their absolute discretion consider necessary, expedient or desirable to implement and/or to give effect to or otherwise in connection with the Renewed Master Chinese Medicine Purchase Agreement, the Proposed Annual Caps and the transactions contemplated thereunder and to be in the interests of the Company.</p>	74,586,000 (100%)	0 (0%)	74,586,000 (100%)

Notes:

- (a) As more than 50% of the votes were cast in favour of the above resolution, the resolution was duly passed as an ordinary resolution.
- (b) As at the date of the EGM, the total number of Shares in issue was 774,012,000 Shares (including 4,078,000 Shares which were repurchased but not yet cancelled).

- (c) Pursuant to the Listing Rules and as stated in the Circular, Mr. Cao and his associates (including Full Bliss, Rayford and One Victory), which beneficially interested in 487,200,000 Shares, representing approximately 62.94% of the total number of Shares in issue, have abstained from voting on the above resolution approving the Renewed Master Chinese Medicine Purchase Agreement, the Proposed Annual Caps and the transactions contemplated thereunder at the EGM.
- (d) The total number of Shares entitling the Independent Shareholders to attend and vote on the above resolution at the EGM was 286,812,000 Shares, representing approximately 37.06% of the total number of Shares in issue (including 4,078,000 Shares which were repurchased but not yet cancelled). Independent Shareholders or their proxies who represent a total of 74,586,000 voting Shares of the Company, representing approximately 26.0% of the total number of Shares entitling the Independent Shareholders to attend and vote on the above resolution as at the date of the EGM, attended the EGM.
- (e) Save as mentioned above, to the best of the Directors' knowledge, information and belief, (i) there were no Shares entitling the holder to attend but requiring the holder to abstain from voting in favour as set out in Rule 13.40 of the Listing Rules; and (ii) none of the other Shareholders has any material interest in the Renewed Master Chinese Medicine Purchase Agreement, the Proposed Annual Caps and the transactions contemplated thereunder and therefore none of the other Shareholders were required to abstain from voting on the above resolution at the EGM.
- (f) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolution at the EGM.

By Order of the Board
Fusen Pharmaceutical Company Limited
Mr. Cao Changcheng
Chairman and Executive Director

Hong Kong, 20 January 2021

As at the date of this announcement, the Board of the Company comprises Mr. Cao Changcheng (Chairman), Mr. Hou Taisheng, Mr. Chi Yongsheng, Ms. Meng Qingfen and Mr. Cao Zhiming (formerly known as Mr. Cao Dudu) as Executive Directors, and Mr. Sze Wing Chun, Mr. Lee Kwok Tung Louis and Dr. To Kit Wa as independent non-executive Directors.