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Lee's Pharmaceutical Holdings Limited

李氏大藥廠控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 950)

- (1) POLL RESULT OF ANNUAL GENERAL MEETING
HELD ON 17 MAY 2023;**
- (2) RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE
DIRECTOR;**
- (3) APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE
DIRECTOR; AND**
- (4) ADOPTION OF AMENDED AND RESTATED MEMORANDUM AND
ARTICLES OF ASSOCIATION**

References are made to the circular (the “**Circular**”) incorporating the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Lee’s Pharmaceutical Holdings Limited (the “**Company**”) dated 21 April 2023. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of directors (the “**Board**”) of the Company is pleased to announce that all the proposed resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 17 May 2023.

POLL RESULTS OF AGM HELD ON 17 MAY 2023

The AGM was convened and held at 1/F, Building 20E, Phase 3, Hong Kong Science Park, Shatin, New Territories, Hong Kong on 17 May 2023 at 11:00 a.m.. At the AGM, the proposed resolutions as set out in the Notice had been taken by poll.

* For identification purpose only

The poll results in respect of the resolutions proposed at the AGM are as follows:

| Ordinary Resolutions | | Number of votes (approximate %) | | Total number of votes cast |
|---|---|------------------------------------|-----------------------|----------------------------------|
| | | For | Against | |
| 1. | To consider and approve the audited financial statements and the report of the directors and the report of the auditors of the Company for the year ended 31 December 2022. | 225,005,761 (99.9%) | 284,050 (0.1%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |
| 2. | To declare the final dividend for the year ended 31 December 2022. | 225,289,761 (100.0%) | 50 (0.0%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |
| 3. | To re-elect Ms. Leelalertsuphakun Wanee as the executive director of the Company. | 197,320,478 (87.6%) | 27,969,333 (12.4%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |
| 4. | To re-elect Dr. Chan Yau Ching, Bob as the independent non-executive director of the Company. | 224,451,978 (99.6%) | 837,833 (0.4%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |
| 5. | To re-elect Dr. Tsim Wah Keung, Karl as the independent non-executive director of the Company. | 224,648,761 (99.7%) | 641,050 (0.3%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |
| 6. | To appoint Ms. Cheang Yee Wah, Eva as the independent non-executive director of the Company. | 225,163,261 (99.9%) | 126,550 (0.1%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |
| 7. | To consider and authorise the Board of the Company (or, if so delegated by the Board, its remuneration committee) to determine the remuneration of the directors. | 198,263,211 (88.0%) | 27,026,600 (12.0%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |

| Ordinary Resolutions | | Number of votes (approximate %) | | Total number of votes cast |
|---|---|------------------------------------|-----------------------|----------------------------------|
| | | For | Against | |
| 8. | To consider and approve the re-appointment of HLM CPA Limited as auditors and to authorize the Board to determine the remuneration of the auditors. | 225,092,978 (99.9%) | 196,833 (0.1%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |
| 9. | To grant a general mandate to the directors of the Company to repurchase Shares. | 225,289,761 (100.0%) | 50 (0.0%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |
| 10. | To grant a general mandate to the directors of the Company to issue Shares. | 190,372,816 (84.5%) | 34,916,995 (15.5%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |
| 11. | To extend the general mandate granted to the directors of the Company to issue Shares by adding the Shares repurchased by the Company. | 190,372,835 (84.5%) | 34,916,976 (15.5%) | 225,289,811 |
| The resolution was duly passed as an ordinary resolution. | | | | |
| Special Resolution | | Number of votes (approximate %) | | Total number of votes cast |
| | | For | Against | |
| 12. | To approve the proposed amendments to the existing memorandum of association and articles of association of the Company and to adopt the amended and restated memorandum of association and articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association of the Company. | 217,389,316 (96.5%) | 7,900,495 (3.5%) | 225,289,811 |
| The resolution was duly passed as a special resolution. | | | | |

As at the date of the AGM, the total number of ordinary shares of the Company in issue was 588,835,343 Shares, being the total number of Shares entitling the holders thereof (the “**Shareholders**”) to attend and vote for or against all the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). There were no Shareholders that are required under the Listing Rules to abstain from voting.

Please refer to the Notice for the full text of the resolutions proposed at the AGM.

As more than 50% of the votes were cast in favour of each of the ordinary resolutions numbered 1 to numbered 11, the above ordinary resolutions proposed at the AGM were duly passed as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of the special resolution numbered 12, the above special resolution proposed at the AGM was duly passed as special resolution of the Company.

HLM CPA Limited, the Company’s auditor, acted as scrutineer for the poll at the AGM.

Save for Mr. James Charles Gale and Dr. Tsim Wah Keung, Karl who were not able to attend the AGM due to other work reasons, all other Directors attended the AGM in person.

RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Lam Yat Cheong (“**Mr. Lam**”) resigned as an independent non-executive Director with effect from 17 May 2023 due to his personal business commitments. At the same time, Mr. Lam also ceased as a member of the audit committee of the Company.

Mr. Lam confirmed that he has no disagreement with the Board or the committee that he served on in any respect and there is no other matter in relation to his resignation that need to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Lam for his valuable contributions to the Company during his tenure of office.

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that, upon consideration and approval by way of an ordinary resolution at the AGM, Ms. Cheang Yee Wah, Eva (“**Ms. Cheang**”) has been appointed as an independent non-executive Director with effect from the conclusion of the AGM for a term of three years. Ms. Cheang has also been appointed as a member of the audit committee of the Company.

The biographical details of Ms. Cheang and her information required to be disclosed under Rule 13.51(2) of the Listing Rules were set out in the Circular. As at the date of this announcement, there was no change in such information.

The Board would like to welcome Ms. Cheang in joining the Board.

ADOPTION OF AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board is pleased to announce that, upon consideration and approval by way of a special resolution at the AGM, the memorandum and articles of association of the Company has been amended pursuant to the proposed amendments with effect from 17 May 2023. Please refer to the Circular for details of the proposed amendments. For the full text of the amended and restated memorandum and articles of association of the Company, please refer to the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.leespharm.com).

By order of the Board
Lee's Pharmaceutical Holdings Limited
Lee Siu Fong
Chairman

Hong Kong, 17 May 2023

As at the date of this announcement, Ms. Lee Siu Fong (Chairman) and Ms. Leelalertsuphakun Wanee are executive directors of the Company, Dr. Li Xiaoyi and Mr. James Charles Gale are non-executive directors of the Company, Dr. Chan Yau Ching, Bob, Ms. Cheang Yee Wah, Eva and Dr. Tsim Wah Keung, Karl are independent non-executive directors of the Company.