

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.



上海醫藥集團股份有限公司

Shanghai Pharmaceuticals Holding Co., Ltd. *

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

(Stock Code: 02607)

RESULTS OF THE ANNUAL GENERAL MEETING RECORD DATE FOR DISTRIBUTION AND RECEIPT OF CASH DIVIDENDS

The 2022 annual general meeting (the “**AGM**”) of Shanghai Pharmaceuticals Holding Co., Ltd. (the “**Company**”) was held at Jeurong Grand Ballroom, 3rd Floor, Jeurong Hotel Shanghai, No. 80 Minghong Road, Minghang District, Shanghai, the PRC on 29 June 2023, Thursday, at 2:00 p.m.

Details of the resolutions considered at the AGM were set out in the Company’s notice of the AGM and the circular of the AGM dated 7 June 2023 (the “**Circular**”), and the supplemental notice and supplemental circular dated 14 June 2023 (the “**Supplemental Circular**”). Unless otherwise defined in this announcement, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Supplemental Circular.

The AGM was held in compliance with the requirements of the Company Law of the People’s Republic of China and the Articles of Association, and was chaired by Mr. ZHOU Jun, Chairman of the Board. In compliance with the requirements of the Hong Kong Listing Rules, Link Market Services (Hong Kong) Pty Limited, the Company’s H Share registrar, acted as the scrutineer for the vote-counting at the AGM. Grandall Law Firm (Shanghai) acted as the witnessing lawyer at the AGM. Among 10 directors of the Company, Mr. ZHOU Jun, Mr. GE Dawei, Mr. CHO Man, Mr. LI Yongzhong, Mr. SHEN Bo, Mr. CAI Jiangnan, Mr. GU Zhaoyang and Mr. Manson FOK attended the AGM, and Ms. LI An and Mr. HONG Liang did not attend the AGM due to other business arrangements. Among 3 supervisors of the Company, Mr. XU Youli attended the AGM, and Mr. HUAN Jianchun and Mr XIN Keng did not attend the AGM due to other business arrangements. The secretary to the Board attended the AGM, and the president and most of the senior management of the Company were present at the meeting in person.

As at the record date of the AGM, the total number of issued Shares of the Company was 3,703,202,324, comprising of 2,784,129,620 A Shares and 919,072,704 H Shares. There were no Shares entitling any Shareholders to attend and vote only against the resolutions proposed at the AGM. As stated in the Circular and the Supplemental Circular, and to the best knowledge, information and belief of the

Directors, no Shareholders were subject to any restriction on their voting on the resolutions proposed at the AGM.

ATTENDANCE AND POLL RESULTS OF THE AGM

Set out below are the details of the attendance at the AGM:

Number of Shareholders and authorised proxies present at the AGM		56
Including:	Number of A Shareholders	55
	Number of H Shareholders	1

Total number of Shares carrying voting rights		1,507,967,262
Including:	Total number of Shares held by A Shareholders	1,162,542,889
	Total number of Shares held by H Shareholders	345,424,373

Percentage in total number of Shares carrying voting rights (%)		40.720629
Including:	Shareholding of A Shareholders	31.392908
	Shareholding of H Shareholders	9.327721

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

Ordinary Resolutions (by means of non-cumulative voting)

1. Annual Report for 2022

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,416,508	99.903111	1,066,716	0.091757	59,665	0.005132
H Shares	310,949,050	99.416480	693,500	0.221725	1,131,600	0.361795
Total Ordinary Shares	1,472,365,558	99.799943	1,760,216	0.119311	1,191,265	0.080746

2. Report of the Board of Directors for 2022

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,399,908	99.901683	1,083,316	0.093185	59,665	0.005132
H Shares	310,949,050	99.416480	693,500	0.221725	1,131,600	0.361795
Total Ordinary Shares	1,472,348,958	99.798817	1,776,816	0.120437	1,191,265	0.080746

3. Report of the Board of Supervisors for 2022

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,399,908	99.901683	1,083,316	0.093185	59,665	0.005132
H Shares	310,949,050	99.416480	693,500	0.221725	1,131,600	0.361795
Total Ordinary Shares	1,472,348,958	99.798817	1,776,816	0.120437	1,191,265	0.080746

4. Final Accounts Report for 2022 and Financial Budget for 2023

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,136,665,225	97.774047	25,344,399	2.180082	533,265	0.045871
H Shares	158,268,786	50.601620	148,955,564	47.624001	5,549,800	1.774379
Total Ordinary Shares	1,294,934,011	87.773270	174,299,963	11.814407	6,083,065	0.412323

5. Profit Distribution Plan for 2022

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,939,573	99.948104	507,816	0.043681	95,500	0.008215
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,474,688,923	99.957425	507,916	0.034428	120,200	0.008147

6. Proposal regarding Re-appointment of Auditor

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,160,969,592	99.864668	1,573,297	0.135332	0	0.000000
H Shares	302,215,825	96.624297	10,533,625	3.367806	24,700	0.007897
Total Ordinary Shares	1,463,185,417	99.177694	12,106,922	0.820632	24,700	0.001674

7. Proposal regarding External Guarantees for 2023

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,137,988,261	97.887852	24,554,628	2.112148	0	0.000000
H Shares	172,813,280	55.251778	139,936,169	44.740325	24,700	0.007897
Total Ordinary Shares	1,310,801,541	88.848804	164,490,797	11.149522	24,700	0.001674

8. Proposal regarding Purchase of Liability Insurance for Directors, Supervisors and Senior Management of the Company

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,262,273	99.889844	1,280,616	0.110156	0	0.000000
H Shares	312,129,450	99.793877	620,000	0.198226	24,700	0.007897
Total Ordinary Shares	1,473,391,723	99.869498	1,900,616	0.128828	24,700	0.001674

Special Resolutions (by means of non-cumulative voting)

9. Proposal regarding Issuance of Debt Financing Products

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,054,273	99.871952	1,083,316	0.093185	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,803,623	99.897418	1,083,416	0.073436	430,000	0.029146

10. Proposal regarding the Satisfaction of the Conditions for Issuing Corporate Bonds

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11. Proposal regarding Issuance of Corporate Bonds

11.01 Face value of bonds to be issued and scale of issuance

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11.02 Interest rate of bonds and its way of determination

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11.03 Variety and term of bonds

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11.04 Method of principal and interest repayment

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11.05 Method of issuance

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11.06 Target of issuance and arrangement of placement to shareholders of the Company

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11.07 Use of proceeds

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,160,914,873	99.859961	1,222,716	0.105176	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,664,223	99.887969	1,222,816	0.082885	430,000	0.029146

11.08 Guarantees

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11.09 Measures to guarantee bonds repayment

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11.10 Way of underwriting

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11.11 Listing arrangements

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,119,073	99.877526	1,018,516	0.087611	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,868,423	99.901810	1,018,616	0.069044	430,000	0.029146

11.12 Period of validity of the resolution

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

11.13 Authorizations regarding this issuance to the executive committee of the Board

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,070,873	99.873380	1,066,716	0.091757	405,300	0.034863
H Shares	312,749,350	99.992071	100	0.000032	24,700	0.007897
Total Ordinary Shares	1,473,820,223	99.898543	1,066,816	0.072311	430,000	0.029146

12. Proposal regarding the General Mandate of the Company

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,115,977,595	95.994531	46,565,294	4.005469	0	0.000000
H Shares	57,141,570	18.269275	255,532,380	81.698689	100,200	0.032036
Total Ordinary Shares	1,173,119,165	79.516411	302,097,674	20.476797	100,200	0.006792

13. Proposal regarding the Amendments to the Articles of Association and Rules of Procedure of the Shareholders' General Meeting

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,161,459,573	99.906815	1,083,316	0.093185	0	0.000000
H Shares	312,533,750	99.923139	215,700	0.068964	24,700	0.007897
Total Ordinary Shares	1,473,993,323	99.910276	1,299,016	0.088050	24,700	0.001674

Ordinary Resolutions (by means of cumulative voting)

14. Proposal regarding the Election of Non-independent Directors of the Eighth Session of the Board of Directors

14.01 Mr. ZHOU Jun

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,138,052,373	97.893367	0	0.000000	0	0.000000
H Shares	179,586,500	51.990107	133,162,949	38.550537	24,700	0.007151
Total Ordinary Shares	1,317,638,873	87.378480	133,162,949	8.830626	24,700	0.001638

14.02 Mr. YAO Jiayong

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,158,170,897	99.623929	0	0.000000	0	0.000000
H Shares	291,295,575	84.329769	21,453,875	6.210875	24,700	0.007151
Total Ordinary Shares	1,449,466,472	96.120553	21,453,875	1.422702	24,700	0.001638

14.03 Mr. CHEN Fashu

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,158,415,737	99.644989	0	0.000000	0	0.000000
H Shares	291,951,398	84.519629	20,798,052	6.021015	24,700	0.007151
Total Ordinary Shares	1,450,367,135	96.180280	20,798,052	1.379211	24,700	0.001638

14.04 Mr. SHEN Bo

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,148,242,513	98.769906	0	0.000000	0	0.000000
H Shares	284,643,364	82.403961	28,106,085	8.136683	24,700	0.007151
Total Ordinary Shares	1,432,885,877	95.021020	28,106,085	1.863839	24,700	0.001638

14.05 Mr. LI Yongzhong

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,140,160,886	98.074737	0	0.000000	0	0.000000
H Shares	235,108,832	68.063765	77,640,617	22.476879	24,700	0.007151
Total Ordinary Shares	1,375,269,718	91.200237	77,640,617	5.148694	24,700	0.001638

14.06 Mr. DONG Ming

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,145,161,839	98.504911	0	0.000000	0	0.000000
H Shares	270,301,359	78.251965	42,448,091	12.288679	24,700	0.007151
Total Ordinary Shares	1,415,463,198	93.865645	42,448,091	2.814921	24,700	0.001638

15. Proposal regarding the Election of Independent Directors of the Eighth Session of the Board of Directors

15.01 Mr. GU Zhaoyang

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,156,332,515	99.465794	0	0.000000	0	0.000000
H Shares	282,813,635	81.874256	29,935,815	8.666388	24,700	0.007151
Total Ordinary Shares	1,439,146,150	95.436167	29,935,815	1.985177	24,700	0.001638

15.02 Mr. Manson FOK

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,144,613,427	98.457738	0	0.000000	0	0.000000
H Shares	284,944,658	82.491185	27,804,792	8.049459	24,700	0.007151
Total Ordinary Shares	1,429,558,085	94.800340	27,804,792	1.843859	24,700	0.001638

15.03 Mr. WANG Zhong

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,159,396,185	99.729326	0	0.000000	0	0.000000
H Shares	304,201,706	88.066080	8,547,744	2.474563	24,700	0.007151
Total Ordinary Shares	1,463,597,891	97.057670	8,547,744	0.566839	24,700	0.001638

16. Proposal regarding the Election of Supervisors of the Eighth Session of the Board of Supervisors

16.01 Mr. XU Youli

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,160,708,882	99.842242	0	0.000000	0	0.000000
H Shares	306,663,206	88.778682	6,010,744	1.740104	100,200	0.029008
Total Ordinary Shares	1,467,372,088	97.307954	6,010,744	0.398599	100,200	0.006645

16.02 Mr. MA Jia

Type of Shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	1,148,655,859	98.805461	0	0.000000	0	0.000000
H Shares	229,279,797	66.376265	83,394,153	24.142521	100,200	0.029008
Total Ordinary Shares	1,377,935,656	91.377027	83,394,153	5.530236	100,200	0.006645

At the AGM, all resolutions were voted by poll. As more than half of the votes were cast in favour of Resolutions No. 1 to 8 and Resolutions No. 14 to 16, these resolutions were duly passed as ordinary resolutions; as more than two-thirds of the votes were cast in favour of Resolutions No. 9 to 13, these resolutions were duly passed as special resolutions.

In accordance with the relevant regulatory requirements of CSRC and the Shanghai Stock Exchange, the poll results of the voting of holders of A Shares with less than 5% of voting shares in respect of the resolution involving significant events at the AGM are as follows:

Reso- lution No.	Resolutions	For		Against		Abstain	
		Number of votes	Percent -age (%)	Number of votes	Percent -age (%)	Number of votes	Percent -age (%)
5.	Profit Distribution Plan for 2022	87,510,979	99.315303	507,816	0.576315	95,500	0.108382
6.	Proposal regarding Re-appointment of Auditor	86,540,998	98.214482	1,573,297	1.785518	0	0.000000
7.	Proposal regarding External Guarantees for 2023	63,559,667	72.133207	24,554,628	27.866793	0	0.000000
10.	Proposal regarding the Satisfaction of the Conditions for Issuing Corporate Bonds	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
11.	Proposal regarding Issuance of Corporate Bonds	/					
11.01	Face value of bonds to be issued and scale of issuance	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
11.02	Interest rate of bonds and its way of determination	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
11.03	Variety and term of bonds	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
12.04	Method of principal and interest repayment	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
11.05	Method of issuance	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
11.06	Target of issuance and arrangement of placement to shareholders of the Company	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
11.07	Use of proceeds	86,486,279	98.152382	1,222,716	1.387647	405,300	0.459971
11.08	Guarantees	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
11.09	Measures to guarantee bonds	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971

	repayment						
11.10	Way of underwriting	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
11.11	Listing arrangements	86,690,479	98.384126	1,018,516	1.155903	405,300	0.459971
11.12	Period of validity of the resolution	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
11.13	Authorizations regarding this issuance to the executive committee of the Board	86,642,279	98.329424	1,066,716	1.210605	405,300	0.459971
14.	Proposal regarding the Election of Non-independent Directors of the Eighth Session of the Board of Directors	/					
14.01	Mr. ZHOU Jun	63,623,779	72.205967				
14.02	Mr. YAO Jiayong	83,742,303	95.038272				
14.03	Mr. CHEN Fashu	83,987,143	95.316138				
14.04	Mr. SHEN Bo	73,813,919	83.770652				
14.05	Mr. LI Yongzhong	65,732,292	74.598897				
14.06	Mr. DONG Ming	70,733,245	80.274427				
15.	Proposal regarding the Election of Independent Directors of the Eighth Session of the Board of Directors	/					
15.01	Mr. GU Zhaoyang	81,903,921	92.951911				
15.02	Mr. Manson FOK	70,184,833	79.652039				
15.03	Mr. WANG Zhong	84,967,591	96.428838				
16.	Proposal regarding the Election of Supervisors of the Eighth Session of the Board of Supervisors	/					
16.01	Mr. XU Youli	86,280,288	97.918604				
16.02	Mr. MA Jia	74,227,265	84.239754				

RECORD DATE FOR DISTRIBUTION AND RECEIPT OF CASH DIVIDENDS

The AGM resolved an ordinary resolution to distribute a cash dividend of RMB6.10 (tax inclusive) for every ten (10) Shares for year 2022.

The cash dividends are expected to be paid on 28 August 2023, Monday to Shareholders whose names appear on the H Share register of members of the Company on 19 July 2023, Monday (the “**Record Date**”). Holders of H Shares whose names appear on the register of members of the Company at the close of business on the Record Date are entitled to the cash dividends.

In order to be entitled to the cash dividends, holders of H Shares should ensure that all transfer documents, accompanied by the relevant share certificates, are lodged with the Company’s H Share registrar, Link Market Services (Hong Kong) Pty Limited, at Suite 1601, 16/F., Central Tower, 28 Queen’s Road Central, Hong Kong, not later than 4:30 p.m. on the Record Date.

Relevant cheques will be despatched by the Company’s H Share registrar, Link Market Services (Hong Kong) Pty Limited, on 28 August 2023, Monday to holders of H Shares entitled to receive such dividends by ordinary post at their own risk.

The cash dividends, as calculated and declared in RMB, will be paid in RMB for A Shares and in Hong Kong dollars for H Shares. The average central parity exchange rate of RMB against Hong Kong dollars as quoted by the People’s Bank of China for the five trading days preceding the date of the AGM (namely 20-21 and 26-28 June 2023), being RMB0.918954 against HK\$1.00, will be taken as the exchange rate for foreign currency translation. Accordingly, the cash dividend per H Share of the Company is HK\$0.663798 (tax inclusive).

Individual Income Tax Payable by Non-resident Individual Shareholders

Pursuant to the Notice on the Issues on Levy of Individual Income Tax after the Abolishment of Document Guo Shui Fa [1993] No. 045 issued by the State Administration of Taxation on 28 June 2011, the dividend distributed by the Company to non-PRC resident individual shareholders of H Shares is subject to PRC individual income tax at a rate agreed by the applicable tax agreement or arrangement between China and the jurisdictions that the shareholders reside in, ranging from 5% to 20% (as the case may be). The Notice further states that the tax rate applicable to dividend income as stated in the relevant tax agreement or arrangement is 10% in general, therefore the Company may withhold 10% of the dividend for tax payment without prior approval of the competent tax authority. Shareholders who reside in a jurisdiction where the applicable tax rate for dividend is lower than 10% (as stated in the relevant tax agreement or arrangement) are entitled to a refund of the excessive amount withheld by the Company, though such refund is subject to the approval of the competent tax authority. For shareholders who reside in a jurisdiction where the tax rate for dividend is above 10% but less than 20% (as stated in the relevant tax agreement or arrangement), we shall withhold the individual income tax at the actual rate in accordance with the relevant tax agreement or arrangement without the approval of the competent tax authority. For shareholders who reside in a jurisdiction where the tax rate for dividend is 20% (as stated in the relevant tax agreement or arrangement) or no tax agreement or arrangement has been entered into with China, we shall withhold the individual income tax at the rate of 20%. A brief introduction to the above arrangements has been made in the letter issued by the State Administration of

Taxation to the Hong Kong Inland Revenue Department on 28 June 2011. The letter further specified that Hong Kong resident individuals shall pay a 10% individual income tax for the dividend received from the Company. Therefore the Company shall deduct 10% from the dividend to be distributed to non-PRC resident individual shareholders of H Shares as individual income tax, unless otherwise specified in the relevant requirements and procedures of the PRC tax authorities.

Enterprise Income Tax Payable by Non-resident Enterprise Shareholders

Pursuant to the PRC Enterprise Income Tax Law and its implementation regulations, non-PRC resident enterprises which have not established any organisations or premises in China are subject to a 10% enterprise income tax for all the income generated in China. Also, according to the Notice on Issues Relevant to the Withholding of Enterprise Income Tax on Dividends Paid by PRC Resident Enterprises to Offshore Non-resident Enterprise Holders of H Shares issued by the State Administration of Taxation on 6 November 2008, PRC resident enterprises shall withhold dividend distributed to overseas non-PRC resident enterprise holders of H Shares at a uniform rate of 10% as enterprise income tax since 2008. Overseas non-PRC resident enterprise shareholders enjoying tax concessions under the relevant tax agreement or arrangement are eligible to a refund of the excessive amount withheld by the Company, though the refund is subject to the approval of the competent tax authorities.

Profit Distribution for Investors of the Northbound Trading

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares of the Company listed on the Shanghai Stock Exchange (the “**Northbound Trading**”), their dividends will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited as the nominee account 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 the 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 authorise a withholding agent to, apply to the competent tax authorities for the entitlement of the rate under such tax treaty. Upon approval by the 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 the Northbound Trading will be the same as those for the A Shareholders of the Company.

Profit Distribution for Investors of the Southbound Trading

For investors of the Shanghai Stock Exchange (including enterprises and individuals) and the 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 Company has entered into the Agreement on Distribution of Cash Dividends of H Shares for Southbound Trading (港股通 H 股股票現金紅利派發協議) with both Shanghai and Shenzhen Branches of China Securities Depository and Clearing Corporation Limited, pursuant to which, the Shanghai Branch and the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited, as the nominee of the holders of H Shares for the Southbound Trading, will receive the cash dividends distributed by the Company and

distribute the cash dividends to the relevant investors of H Shares of the Southbound Trading through its depositary and clearing system. The cash dividends for the investors of H Shares of the Southbound Trading will be paid in RMB. Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Cai Shui [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)) and the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Cai Shui [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 mainland investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or 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 mainland securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and 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 or pay the income tax of dividends for mainland enterprise investors and those enterprise investors shall report and pay the relevant tax themselves.

The Record Date and the date of distribution of cash dividends and other arrangements for the investors of the Southbound Trading will be the same as those for the H Shareholders of the Company.

The Company will withhold the income tax payable by its H Shareholders strictly in accordance with the relevant laws and requirements of the relevant government departments and adhere strictly to the information set out in the Company's register of H Shareholders on the relevant Record Date. The Company assumes no liability whatsoever in respect of any disputes or losses arising from any delay in, or inaccurate determination of, the status of the shareholders.

Shareholders are recommended to consult their tax advisers regarding the PRC, Hong Kong and other tax implications arising from their holding and disposal of H Shares of the Company.

A separate announcement will be published on the Shanghai Stock Exchange for details of the arrangement regarding the distribution of cash dividends to A Shareholders of the Company.

By order of the Board
Shanghai Pharmaceuticals Holding Co., Ltd. *
ZHOU Jun
Chairman

Shanghai, the PRC, 29 June 2023

As of the date of this announcement, the executive Directors of the Company are Mr. SHEN Bo, Mr. LI Yongzhong and Mr. DONG Ming; the non-executive Directors are Mr. ZHOU Jun, Mr. YAO Jiayong and Mr. CHEN Fashu; and the independent non-executive Directors are Mr. GU Zhaoyang, Mr. Manson FOK and Mr. WANG Zhong.

** For identification purpose only*