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丽珠医药
LIVZON

麗珠醫藥集團股份有限公司

LIVZON PHARMACEUTICAL GROUP INC.*

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

(Stock code: 1513)

**POLL RESULTS OF
THE 2024 THIRD EXTRAORDINARY GENERAL MEETING
HELD ON 26 NOVEMBER 2024**

Reference is made to the circular of 麗珠醫藥集團股份有限公司 Livzon Pharmaceutical Group Inc.* (the “**Company**”) dated 24 October 2024 (the “**Circular**”). Unless otherwise defined, 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 hereby announces that the 2024 Third Extraordinary General Meeting (the “**EGM**” or “**Meeting**”) was held on 26 November 2024 at the Conference Room on the 6th Floor of Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai, Guangdong Province, China, and all the proposed resolutions as set out in the notice of the Meeting were duly passed by the Shareholders of the Company by way of poll.

Details of the resolutions considered at the Meeting were set out in the Circular.

As at the record date of the EGM (i.e., 19 November 2024), the total number of issued shares of the Company was 913,474,814 shares (the “**Shares**”) (excluding shares repurchased but not yet cancelled), comprising 608,558,697 A Shares and 304,916,117 H Shares, representing the total number of Shares entitling the holders (or the authorized proxies) to attend and vote on the resolutions proposed at the EGM. Joincare and its associates, directly or indirectly holding 418,878,625 shares of the Company (comprising 255,513,953 A Shares and 163,364,672 H Shares), representing approximately 45.86% of the total issued share capital (excluding shares repurchased but not yet cancelled) of the Company, were required to abstain from voting at the EGM in relation to Resolution 1 as set out in the notice of the EGM pursuant to the Hong Kong Listing Rules as they are deemed to have material interest in Resolution 1. LivzonBio held 100% equity interest in Livzon MAB. LivzonBio and its associates were required to abstain from voting at the EGM in relation to Resolution 1 as set out in the notice of the EGM pursuant to the Hong Kong Listing Rules as they are deemed to have material interest in Resolution 1. Accordingly, Shareholders

(or authorized proxies) holding a total of 493,370,620 shares (excluding shares repurchased but not yet cancelled) of the Company (comprising of 351,819,175 A Shares and 141,551,445 H Shares) were entitled to attend and vote on Resolution 1 proposed at the EGM.

Save as disclosed above, to the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, there were no Shares of the Company (i) entitling the holders to, pursuant to Rule 13.40 of the Hong Kong Listing Rules, attend and abstain from voting in favour of; or (ii) of which the holders are required under the Hong Kong Listing Rules to abstain from voting on the resolutions proposed at the EGM and none of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the EGM.

ATTENDANCE OF THE EGM

Set out below are the details of the Shareholders and authorized proxies present at the EGM:

Number of Shareholders and authorized proxies	584
Including: Number of A Shareholders and authorized proxies	583
Number of H Shareholders and authorized proxies	1
Total number of Shares carrying voting rights (shares)	498,347,082
Including: Total number of A Shares of the Company carrying voting rights held by A Shareholders and authorized proxies (shares)	299,057,394
Total number of H Shares of the Company carrying voting rights held by H Shareholders and authorized proxies (shares)	199,289,688
Percentage of the total number of Shares of the Company carrying voting rights (%)	54.56%
Including: Total number of shares carrying voting rights held by A Shareholders and authorized proxies as a percentage of the total number of Shares of the Company (%)	32.74%
Total number of shares carrying voting rights held by H Shareholders and authorized proxies as a percentage of the total number of Shares of the Company (%)	21.82%

POLL RESULTS OF THE EGM

The table below sets out the poll results in respect of the resolutions proposed at the EGM:

No.	Resolutions	Class of Shares	Number of Shares with voting rights held by Shareholders present at the meeting	For		Against		Abstain	
				Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting	Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting	Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting
Special Resolution									
1	To consider and approve a three-year continuing guarantee support framework agreement for 2025-2027 entered into between the Company and its controlling subsidiary Livzon MAB, the continuing connected transactions of provision of financing guarantees by the Company to Livzon MAB contemplated thereunder and the annual caps of the guarantees.	Total	96,774,786	96,015,613	99.2155%	368,537	0.3808%	390,636	0.4037%
		A Shares	60,849,770	60,365,697	99.2045%	368,537	0.6057%	115,536	0.1899%
		H Shares	35,925,016	35,649,916	99.2342%	0	0.0000%	275,100	0.7658%
As votes cast for the above special resolution was more than two-thirds of the valid voting rights of Shareholders (including authorized proxies) present at the EGM, the above resolution was duly passed as special resolution at the EGM.									
Ordinary Resolutions									
2	To consider and approve the conclusion of projects invested with the proceeds and utilisation of the remaining proceeds for permanent replenishment of working capital.	Total	498,347,082	496,315,130	99.5923%	271,566	0.0545%	1,760,386	0.3532%
		A Shares	299,057,394	297,300,542	99.4125%	271,566	0.0908%	1,485,286	0.4967%
		H Shares	199,289,688	199,014,588	99.8620%	0	0.0000%	275,100	0.1380%
3	To consider and approve the election of Mr. Lin Nanqi as a non-executive director of the 11th session of the board of directors.	Total	498,347,082	492,698,891	98.8666%	3,800,074	0.7625%	1,848,117	0.3708%
		A Shares	299,057,394	294,976,083	98.6353%	2,508,294	0.8387%	1,573,017	0.5260%
		H Shares	199,289,688	197,722,808	99.2138%	1,291,780	0.6482%	275,100	0.1380%

No	Resolutions	Class of Shares	Number of Shares with voting rights held by Shareholders present at the meeting	For		Against		Abstain	
				Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting	Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting	Number of Shares	Percentage (%) of number of Shares with voting rights held by Shareholders present at the meeting
	As votes cast for all the above ordinary resolutions were more than one-half of the valid voting rights of Shareholders (including authorized proxies) present at the EGM, all the above ordinary resolutions were duly passed as ordinary resolutions								

Grant Thornton (Special General Partnership) acted as the scrutineer for the vote-taking at the Meetings. The Company's PRC legal advisor, D&S Law Firm (廣東德賽律師事務所), two representatives of Shareholders and a representative of supervisors of the Company also jointly acted as the scrutineers for the vote-taking of the poll at the Meeting.

LEGAL OPINION ISSUED BY LAWYERS

Delegated lawyers from D&S Law Firm witnessed the Meetings and issued the "Legal Opinions of D&S Law Firm on EGM of Livzon Pharmaceutical Group Inc. (《廣東德賽律師事務所關於麗珠醫藥集團股份有限公司2024年第三次臨時股東大會的法律意見書》)", certifying that: "The convening and procedures of the Meeting comply with the requirements of laws, regulations and Articles of Association, the qualifications of personnels who attended the Meeting, the qualifications of the conveners and the voting procedures of the Meeting are legal and effective, and the voting results of the resolutions at the Meeting are legal and effective."

SPECIAL NOTICE

No resolutions were rejected at the Meeting and no resolutions adopted in previous general meetings were amended at the Meeting.

ATTENDANCE RECORD OF THE DIRECTORS

Except for Mr. Tao Desheng and Mr. Luo Huiyuan who did not attend the EGM due to other business commitment, all other Directors have attended the Meeting either in person or through electronic means.

By order of the Board
麗珠醫藥集團股份有限公司
Livzon Pharmaceutical Group Inc. *
Yang Liang
Company Secretary

Zhuhai, China
26 November 2024

As at the date of this announcement, the Executive Directors of the Company are Mr. Tang Yanggang (President) and Mr. Xu Guoxiang (Vice Chairman and Vice President); the Non-Executive Directors of the Company are Mr. Zhu Baoguo (Chairman), Mr. Tao Desheng (Vice Chairman), Mr. Qiu Qingfeng and Mr. Lin Nanqi; and the Independent Non-Executive Directors of the Company are Mr. Bai Hua, Mr. Tian Qiusheng, Mr. Wong Kam Wa, Mr. Luo Huiyuan and Ms. Cui Lijie.

** For identification purpose only*