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創美·CH'MEI
CHARMACY PHARMACEUTICAL CO., LTD.

創美藥業股份有限公司

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

(Stock Code: 2289)

**(1) POLL RESULTS OF THE 2022 SECOND EXTRAORDINARY
GENERAL MEETING HELD ON 13 JULY 2022;
(2) APPOINTMENT OF AN EXECUTIVE DIRECTOR;
(3) APPOINTMENT OF A NON-EXECUTIVE DIRECTOR; AND
(4) AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

References are made to the notice of the 2022 second extraordinary general meeting of Charmacy Pharmaceutical Co., Ltd. (the “**Company**”) dated 21 June 2022 (the “**Notice of EGM**”) and the circular of the Company dated 21 June 2022 (the “**Circular**”). Terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

(1) POLL RESULTS OF THE EGM

The Board is pleased to announce that all the resolutions proposed as set out in the Notice of EGM were duly passed by the Shareholders by way of poll at the EGM.

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

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast (%)		
		For	Against	Abstain
1.	to consider and, if thought fit, approve the appointment of Ms. Zhang Hanzi as an executive director of the Company (the “ Director(s) ”);	90,208,000 (100%)	0 (0%)	0 (0%)
2.	to consider and, if thought fit, approve the appointment of Ms. Fu Zheng as a non-executive Director;	90,208,000 (100%)	0 (0%)	0 (0%)

Special Resolution		Number of votes cast and percentage of total number of votes cast (%)		
		For	Against	Abstain
3.	to consider and, if thought fit, approve the proposed amendments to the articles of association of the Company (the “ Articles of Association ”) (details of which are set out in the circular of the Company dated 21 June 2022), and that any Director be and is hereby authorised to modify the wordings of such amendments as appropriate (such amendments will not be required to be approved by the shareholders of the Company) and execute all such documents and/or do all such acts as the Directors may, in their absolute discretion, deem necessary or expedient and in the interest of the Company in order to deal with other related issues arising from the amendments to the Articles of Association.	90,208,000 (100%)	0 (0%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 2, these resolutions were duly passed as the ordinary resolutions of the Company.

As more than two-thirds of the votes were cast in favour of the resolution numbered 3, such resolution was duly passed as the special resolution of the Company.

Notes:

- As at the date of the EGM, the total number of issued Shares was 108,000,000 H Shares, which represented the total number of shares entitling the holders to attend and vote on the proposed resolutions at the EGM.
- There were no Shares entitling the holders to attend and abstain from voting in favour of any of the proposed resolutions at the EGM pursuant to Rule 13.40 of the Listing Rules, nor were there any Shareholders who were required under the Listing Rules to abstain from voting at the EGM.
- None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the EGM.
- For the above resolutions, the Shareholders, proxies or authorised representatives holding in aggregate of 90,208,000 Shares, representing approximately 83.53% of the total voting Shares, were present in person or by proxy at the EGM.
- Pursuant to the Listing Rules, SHINEWING Certified Public Accountants (LLP), the auditors of the Company for the year 2022, was appointed as the scrutineer at the EGM for the purpose of vote-taking.
- The attendance record of the Directors (other than Ms. Zhang Hanzi and Ms. Fu Zheng who were appointed at the EGM) at the EGM was as follows:
 - Mr. Yao Chuanglong, Ms. Zheng Yuyan and Mr. Li Weisheng attended in person;
 - Mr. Yan Jingbin, Mr. Wan Chi Wai Anthony and Mr. Zhou Tao attended by electronic means; and
 - Mr. Guan Jian was absent due to official duties.

(2) APPOINTMENT OF AN EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Zhang Hanzi (“**Ms. Zhang**”) has been appointed as an executive Director with effect from the date of the EGM until the expiration of the term of the third session of the Board and she is eligible for re-election upon expiry of her term. The Company will enter into a letter of appointment with Ms. Zhang. Ms. Zhang’s annual salary as an executive Director is RMB50,000, which is determined with reference to her qualifications, experiences, duties and responsibilities within the Company as well as the prevailing market rate for candidates with comparable qualifications.

The profile of Ms. Zhang has been set out in the Circular. As at the date of this announcement, there has been no change in such information. Save as disclosed in the Circular, as at the date of this announcement, Ms. Zhang has confirmed that (i) she has not held any directorship in any other public company in the past three years whose securities are listed in Hong Kong or any overseas securities market; (ii) she has no relationship with any Director, supervisor, senior management or substantial or controlling shareholder of the Company, nor has she held any position in the Company or any of its subsidiaries; (iii) she has no interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong); and (iv) there is no other information in relation to Ms. Zhang which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, nor are there other matters in relation to her appointment that need to be brought to the attention of the Shareholders.

(3) APPOINTMENT OF A NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Fu Zheng (“**Ms. Fu**”) has been appointed as a non-executive Director with effect from the date of the EGM until the expiration of the term of the third session of the Board and she is eligible for re-election upon expiry of her term. The Company will enter into a letter of appointment with Ms. Fu. Ms. Fu will not receive any remuneration for serving as a non-executive Director.

The profile of Ms. Fu has been set out in the Circular. As at the date of this announcement, there has been no change in such information. Save as disclosed in the Circular, as at the date of this announcement, Ms. Fu has confirmed that (i) she has not held any directorship in any other public company in the past three years whose securities are listed in Hong Kong or any overseas securities market; (ii) she has no relationship with any Director, supervisor, senior management or substantial or controlling shareholder of the Company, nor has she held any position in the Company or any of its subsidiaries; (iii) she has no interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong); and (iv) there is no other information in relation to Ms. Fu which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, nor are there other matters in relation to her appointment that need to be brought to the attention of the Shareholders.

(4) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the Circular in relation to, among other things, the proposed amendments to the Articles of Association. The Board is pleased to announce that the proposed amendments to the Articles of Association were duly approved by the Shareholders at the EGM. The proposed amendments to the Articles of Association takes effect from the date of the EGM.

By order of the Board
Charmacy Pharmaceutical Co., Ltd.
Yao Chuanglong
Chairman

Shantou, the PRC, 13 July 2022

As at the date of this announcement, the executive Directors are Mr. Yao Chuanglong, Ms. Zheng Yuyan and Ms. Zhang Hanzi; the non-executive Directors are Mr. Li Weisheng, Mr. Yan Jingbin and Ms. Fu Zheng; and the independent non-executive Directors are Mr. Wan Chi Wai Anthony, Mr. Zhou Tao and Mr. Guan Jian (also known as Guan Suzhe).