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山東新華製藥股份有限公司

Shandong Xinhua Pharmaceutical Company Limited

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

(Stock Code: 00719)

(I) POLL RESULTS OF THE ANNUAL GENERAL MEETING; AND

(II) PAYMENT OF 2024 FINAL DIVIDEND

The board (the “**Board**”) of directors (the “**Directors**”) of Shandong Xinhua Pharmaceutical Company Limited (the “**Company**”) wishes to announce that all resolutions proposed have been duly passed at the annual general meeting (the “**AGM**”) on the date of this announcement at the Company’s conference room at No. 1 Lutai Ave., Hi- tech District, Zibo City, Shandong Province, the People’s Republic of China.

The details of the resolutions considered at the AGM were set out in the notice of annual general meeting dated 14 May 2025 and the circular dated 14 May 2025 of the Company (the “**Circular**”) in relation to, among others, (i) the review and approval of the Company’s annual report as well as reports of the Board and the supervisory committee of the Company for the year 2024; (ii) the review and approval of the audited financial report and profit distribution plan of the Company for the year 2024; (iii) the re-appointment of Grant Thornton Zhitong Certified Public Accountants LLP (Special General Partnership) as the auditor of the Company for the year 2025, the proposed annual audit fee for such appointment shall be RMB760,000; (iv) the review and approval of the remuneration of the Directors and the Supervisors for the year 2025; and (v) the Proposed Amendments to the Articles of Association. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

RESULTS OF THE AGM

The AGM was held at No. 1 Lutai Ave., Hi-tech District, Zibo City, Shandong Province, the PRC, on Friday, 13 June 2025. All the proposed resolutions set out in the notice dated 14 May 2025 of the AGM, were duly passed by way of poll at the AGM. As at the date of the AGM, the aggregate number of Shares in issue of the Company was 689,776,535, including 494,776,535 A Shares and 195,000,000 H Shares.

ATTENDANCE AT THE AGM AND THE POLL RESULTS

Attendance at the AGM

The attendance results of the AGM were as follows:

Number of Shareholders who attended the AGM on-site (whether in person or by proxies) or by way of network voting	456
Including: total number of A Shareholders who attended the AGM on-site	2
total number of H Shareholders who attended the AGM on-site	2
total number of A Shareholders who participated in network voting	452
Total number of voting Shares held by Shareholders who attended the AGM on-site (whether in person or by proxies) or by way of network voting	215,569,261
Including: total number of voting A Shares held by Shareholders who attended the AGM on-site	204,864,192
total number of voting H Shares held by Shareholders who attended the AGM on-site	7,063,081
total number of voting A Shares held by Shareholders who participated in network voting	3,641,988
Percentage of the total number of voting Shares of the participating Shareholders (whether in person or by proxies) to the total number of issued Shares	31.25%
Including: percentage of the total number of voting A Shares of the Shareholders who attended the AGM on-site to the total number of issued Shares	29.70%
percentage of the total number of voting H Shares of the Shareholders who attended the AGM on-site to the total number of issued Shares	1.02%
percentage of the total number of voting A Shares of the A Shares Shareholders who participated in network voting to the total number of issued Shares	0.53%

Poll results of the AGM

The voting results of the AGM were as follows:

No.	Resolution	Total number of votes (%)			Voting results
		For	Against	Abstained	
ORDINARY RESOLUTIONS					
1.	To review and approve the annual report of the Company for the year 2024.	215,325,673 Shares (99.89%)	201,088 Shares (0.09%)	42,500 Shares (0.02%)	Passed
2.	To review and approve the report of the Board of the Company for the year 2024.	215,291,673 Shares (99.87%)	221,788 Shares (0.10%)	55,800 Shares (0.03%)	Passed

3.	To review and approve the report of the supervisory committee of the Company for the year 2024.	215,302,073 Shares (99.88%)	212,288 Shares (0.10%)	54,900 Shares (0.03%)	Passed
4.	To review and approve the audited financial statements of the Company for the year 2024.	215,299,973 Shares (99.88%)	216,988 Shares (0.10%)	52,300 Shares (0.02%)	Passed
5.	To review and approve the profit distribution plan for the year 2024.	215,340,551 Shares (99.89%)	179,310 Shares (0.08%)	49,400 Shares (0.02%)	Passed
6.	To consider and approve the re-appointment of Grant Thornton Zhitong Certified Public Accountants LLP (Special General Partnership) as the Company ’ s auditors for the year 2025 and the audit service fee of 2025 is RMB 760,000.	215,327,751 Shares (99.89%)	193,610 Shares (0.09%)	47,900 Shares (0.02%)	Passed
7.	To review and approve the remuneration of the Directors and the Supervisors for the year 2025.	214,282,173 Shares (99.40%)	1,232,188 Shares (0.57%)	54,900 Shares (0.03%)	Passed
No.	Resolution	Total number of votes (%)			Voting results
		For	Against	Abstained	
SPECIAL RESOLUTIONS					
8.	To consider and approve the proposed amendments to the business scope and Articles of Association of the Company.	215,313,373 Shares (99.88%)	200,888 Shares (0.09%)	55,000 Shares (0.03%)	Passed

Note: the percentages shown were rounded to the nearest 2 decimal places. The numbers may not add up to 100% due to the rounding.

The total numbers of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions proposed at the AGM were 689,776,535 Shares, representing approximately 100% of the Shares as at the day.

The total numbers of Shares entitling the Shareholders to attend and vote for or against the special resolutions proposed at the AGM were 689,776,535 Shares, representing approximately 100% of the Shares as at the day.

So far as the Company is aware, (i) there were no Shares entitling the holders to attend and abstain from voting in favour of the resolution at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules; (ii) no Shareholders had stated their intention in the Circular to vote against or abstain from voting on the resolutions at the AGM; (iii) no Shareholders were required under the Hong Kong Listing Rules to abstain from voting at the AGM; and (iv) there were no Shares voted at the AGM but excluded from calculating the poll results under the Hong Kong Listing Rules.

As more than one-half of the votes from the Shareholders who were entitled to attend and who voted at the AGM were cast in favour of the ordinary resolutions and more than two-thirds of the votes in favour of the special resolutions, all resolutions have been duly passed at the AGM.

ATTENDANCE OF DIRECTORS AT THE AGM

- All of the Directors, including Mr. He Tongqing, Mr. Xu Wenhui, Mr. Xu Lie, Mr. Zhang Chenyong, Mr. Hou Ning, Mr. Pan Guangcheng, Mr. Zhu Jianwei, Mr. Ling Peixue and Ms. Cheung Ching Ching, Daisy attended the AGM in person.

ATTESTATION BY LAWYER AND SCRUTINEER

Grant Thornton Zhitong Certified Public Accountants LLP (Special General Partnership (“**Zhitong**”), the auditors of the Company, served as the scrutineer at the AGM for the purpose of vote taking.

The AGM were attested by BEIJING JINGTIAN & GONGCHENG, PRC legal advisers to the Company, which issued a written legal opinion certifying that the convening and procedures of the AGM, the qualifications of the attendees and the voting procedures were in compliance with Corporate Law of the People’s Republic of China (中華人民共和國公司法), the Security Law of the People’s Republic of China (中華人民共和國證券法), Rules for General AGM of Shareholders of Listed Companies (上市公司股東會規則), Implementation Rules for Online Voting in the General Meeting of Shareholders of Listed Companies of Shenzhen Stock Exchange (深圳證券交易所上市公司股東會網路投票實施細則) and other relevant laws, administrative regulations and rules and the Company’s Articles of Association. The qualifications of the convener and the attendees were legal and valid. The voting procedures were legal, and the voting results of the AGM were legal and valid.

PROFIT DISTRIBUTION

As approved by the Shareholders at the AGM, the Board is pleased to announce the following details in respect of the distribution of cash dividend for the year ended 31 December 2024 (the “**2024 Final Dividend**”) to the Shareholders. The Company will distribute a cash dividend of a total amount of RMB 0.25 per Share based on the Company’s total issued Shares of 689,776,535 Shares to the A Shareholders and H Shareholders who are entitled thereto. The cash dividend on A Shares will be paid in RMB and that on H Shares in HKD. The actual dividend amount per H Share is HKD 0.273130 based on the average RMB-HKD benchmark middle rates released by the People’s Bank of China for the 5 business days immediately prior to the date of the AGM. The Company has appointed a receiving agent and will pay to the receiving agent the profit distribution payable to H Shareholders.

Enterprise Income Tax for Overseas Non-Resident Enterprise Shareholders

In accordance with the Enterprise Income Tax Law of the People’s Republic of China (中華人民共和國企業所得稅法) which was revised and came into effect since 29 December 2018, the Implementing Rules of the Enterprise Income Tax Law of the People’s Republic of China (中華人民共和國企業所得稅法實施條例) which was revised on 6 December 2024 and came into effect since 20 January 2025 and the Notice on Issues concerning Withholding the Enterprise Income Tax on Dividends Paid by Chinese Resident Enterprises to H Shares holders who are Overseas Non-resident Enterprises (Guo Shui Han [2008] No. 897) (關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知) (國稅函[2008]897 號) issued on 6 November 2008, all Shareholders who will be registered as overseas non-natural persons (i.e. non-individuals) on the Company’s H share register of members on Monday, 7 July 2025, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations, are treated as overseas non-resident enterprise Shareholders and the Company shall distribute the 2024 Final Dividend to such overseas non-resident enterprise Shareholders after withholding the enterprise income tax of 10% as required by law.

Individual Income Tax for Overseas Individual Shareholders

Pursuant to the Notice on Certain Issues Concerning the Policies of Individual Income Tax (Cai Shui Zi [1994] No. 020) (關於個人所得稅若干政策問題的通知) (財稅字[1994]020 號) issued by the Ministry of Finance and the State Administration of Taxation on 13 May 1994, overseas individuals are now exempted from paying the PRC individual income tax for dividends or bonus received from foreign-invested enterprises. As the Company is a foreign-invested enterprise, the Company will not withhold and pay the

individual income tax on behalf of individual Shareholders when the Company distributes the 2024 Final Dividend to individual Shareholders whose names appear on the register of members of H shares of the Company (not including domestic individual investors investing in the H shares of the Company through Hong Kong Stock Connect).

Individual Income Tax for Domestic Individual Shareholders and Securities Investment Funds Investing through Southbound Trading

For investors (including corporations and individuals) investing in the H shares of the Company through Shenzhen-Hong Kong Stock Connect and Shanghai-Hong Kong Stock Connect (“**Investors of Southbound Trading**”), the Company has signed an 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 the Shenzhen Branch and Shanghai Branch of China Securities Depository and Clearing Corporation Limited, pursuant to which, the Shenzhen Branch and Shanghai Branch of China Securities Depository and Clearing Corporation Limited will, as the nominee of the Investors of Southbound Trading, receive all cash dividends distributed by the Company and distribute the cash dividends to the relevant Investors of Southbound Trading through its depository and clearing system. The cash dividend for the Investors of Southbound Trading will be paid in RMB. Taxes shall be withheld pursuant to the Notice on the Tax Policies Related to the Pilot Program on the Interconnection Mechanism of the Shenzhen-Hong Kong Stock Market Transactions (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) (Cai Shui [2016] No. 127) and the Notice on the Tax Policies Related to the Pilot Program on the Interconnection Mechanism of the Shanghai-Hong Kong Stock Market Transactions (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) (Cai Shui [2014] No. 81). For dividends payable to domestic individual investors and domestic securities investment funds from investing in H shares listed on the Stock Exchange of Hong Kong Limited through Shenzhen-Hong Kong Stock Connect and Shanghai-Hong Kong Stock Connect, an H share issuer shall withhold individual income tax at the rate of 20% on behalf of such investors. An H-share issuer shall not withhold income tax on dividends for domestic corporate investors and those domestic corporate investors shall report and pay the relevant tax by themselves.

Should any holders of H shares have any doubt in relation to the aforesaid arrangements, they are recommended to consult their tax advisors for relevant tax impact in the PRC, Hong Kong and/or other countries (regions) on the possession and disposal of the H shares. The Company assumes no responsibility and disclaims all liabilities whatsoever in relation to the tax status or tax treatment of the individual H Shareholders and for any claims arising from any delay in or inaccurate determination of the tax status or tax treatment of the individual H Shareholders or any disputes relating to the tax withholding and payment mechanism or arrangements.

The H share register of members of the Company will be closed for the purpose of determining H Shareholders’ entitlement to the 2024 Final Dividend from Tuesday, 1 July 2025 to Monday, 7 July 2025 (both days inclusive), during which period no transfer of H shares will be registered. In respect of the H Shareholders, to be eligible for the 2024 Final Dividend, H Shareholders whose transfers have not been registered shall deposit their duly completed transfer documents together with the relevant share certificates with Computershare Hong Kong Investor Services Limited being the H Share Registrar of the Company at or before 4:30 p.m. on Monday, 30 June 2025. The address of the transfer office of the H share Registrar is at Shops 1712 – 1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong. H Shareholders whose names appear on the Company’s register of members on Monday, 7 July 2025 will be entitled to receive the 2024 Final Dividend.

The 2024 Final Dividend is expected to be distributed to the Shareholders on or before Friday, 18 July 2025.

DOCUMENTS FOR INSPECTION AT THE COMPANY PURSUANT TO THE APPLICABLE PRC LAWS, RULES AND REGULATIONS

1. Meeting minutes of the 2024 AGM; and
2. Legal opinion issued by BEIJING JINGTIAN & GONGCHENG.

By Order of the Board
Shandong Xinhua Pharmaceutical Company Limited
He Tongqing
Chairman

13 June 2025, Zibo, PRC

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. He Tongqing (Chairman)
Mr. Xu Wenhui
Mr. Hou Ning

Independent Non-executive Directors:

Mr. Pan Guangcheng
Mr. Zhu Jianwei
Mr. Ling Peixue
Ms. Cheung Ching Ching, Daisy

Non-executive Directors:

Mr. Xu Lie
Mr. Zhang Chenyong