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**康臣藥業集團有限公司**  
**CONSUN PHARMACEUTICAL GROUP LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1681)**

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON FRIDAY, 31 MAY 2019  
AND  
(2) CHANGE OF MEMBERS OF THE BOARD**

The Board is pleased to announce that, at the AGM held on Friday, 31 May 2019, all the resolutions proposed were passed by the Shareholders of the Company.

**(1) POLL RESULTS OF THE AGM**

Reference is made to the circular of Consun Pharmaceutical Group Limited (the “**Company**”) dated 30 April 2019 (the “**Circular**”) and the notice of the annual general meeting (the “**AGM**”) dated 30 April 2019. Terms used in this announcement shall have the same meaning as those defined in the Circular unless the context requires otherwise.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that, at the AGM held on Friday, 31 May 2019, all proposed resolutions as set out in the notice of AGM dated 30 April 2019 were passed by way of poll.

As at the date of the AGM, the total number of issued Shares of the Company was 872,058,780 Shares, and the total number of Shares entitling the holders to attend and vote on the resolutions at the AGM was also 872,058,780 Shares. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM. No Shareholders are required to abstain from voting at the AGM.

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

Ordinary resolutions		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
1.	To receive and approve the audited consolidated financial statements together with the Directors' report and the independent auditor's report of the Company for the year ended 31 December 2018.	535,003,838 (99.59%)	2,227,000 (0.41%)
2.	(a) To elect Ms. CHEN Yujun as an independent non-executive Director of the Company.	534,743,838 (99.54%)	2,487,000 (0.46%)
	(b) To re-elect Mr. AN Yubao as an executive Director of the Company.	519,811,397 (96.76%)	17,419,441 (3.24%)
	(c) To re-elect Ms. LI Qian as an executive Director of the Company.	480,893,112 (89.51%)	56,337,726 (10.49%)
	(d) To re-elect Professor Zhu Quan as an executive Director of the Company.	520,685,838 (96.92%)	16,545,000 (3.08%)
	(e) To re-elect Mr. TANG Ning as an executive Director of the Company.	520,685,838 (96.92%)	16,545,000 (3.08%)
	(f) To authorize the Board to fix Directors' remuneration.	535,003,838 (99.59%)	2,227,000 (0.41%)
3	To declare and pay to the Shareholders of the Company a final dividend of HK\$0.2 per ordinary share of the Company for the year ended 31 December 2018.	535,003,838 (99.59%)	2,227,000 (0.41%)
4	To re-appoint KPMG as the auditors of the Company and to authorize the Board to fix their remuneration.	535,003,838 (99.59%)	2,227,000 (0.41%)
5.	To grant a general and unconditional mandate to the Directors to allot, issue and deal with the additional ordinary shares of the Company with the total number of shares not exceeding 20% of the total number of the issued shares of the Company.	417,083,060 (77.64%)	120,147,778 (22.36%)
6.	To grant a general and unconditional mandate to the Directors to repurchase Shares of the Company with the total number of Shares not exceeding 10% of the total number of the issued Shares of the Company.	534,838,838 (99.59%)	2,227,000 (0.41%)
7.	To extend the general and unconditional mandate granted to the Directors to issue, allot and deal with additional Shares of the Company under resolution numbered 5 to include the number of Shares of the Company repurchased pursuant to the general and unconditional mandate to repurchase Shares under resolution numbered 6.	424,296,699 (79.00%)	112,769,139 (21.00%)

As more than 50% of the votes were cast in favour of each of the above resolutions, all such resolutions were duly passed by the Shareholders of the Company as ordinary resolutions by way of poll. The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

## **(2) CHANGE OF MEMBERS OF THE BOARD**

### **(i) Resignation of an independent non-executive Director**

Reference is made to the notice of the Company dated 23 April 2019. Ms. CHENG Xinxin (“**Ms. Cheng**”) has resigned from the position of an independent non-executive Director, the chairlady of the audit committee and a member of the nomination committee of the Company with effect upon the conclusion of the AGM held on 31 May 2019 in order to devote more time to her family. Ms. Cheng has confirmed that she has no claim whatsoever against the Company for fees, compensation for loss of office, remuneration, severance payments, pension, expenses or otherwise and has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited or the Shareholders of the Company.

The Board would like to take this opportunity to express its appreciation for the valuable contributions made by Ms. Cheng towards the Company during her tenure of office.

### **(ii) Appointment of an independent non-executive Director**

As set out above, the ordinary resolution No. 2(a) regarding the appointment of Ms. CHEN Yujun (“**Ms. Chen**”) as an independent non-executive Director was approved by the Shareholders at the AGM. After the conclusion of the AGM, the Board appointed Ms. Chen as the chairlady of the audit committee and a member of the nomination committee of the Company with effect from 31 May 2019. The biographical details of Ms. Chen and the details of fixing her emoluments were set out in the Circular. As at the date of this announcement, there has been no change in such information.

By Order of the Board  
**Consun Pharmaceutical Group Limited**  
**An Yubao**  
*Chairman*

Hong Kong, 31 May 2019

*As of the date of this announcement, the Board comprises Mr. AN Yubao, Ms. LI Qian, Professor ZHU Quan and Mr. TANG Ning as executive Directors; Mr. SU Yuanfu, Mr. FENG Zhongshi and Ms. CHEN Yujun as independent non-executive Directors.*