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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 ANNUAL GENERAL MEETING FOR THE YEAR 2015  
HELD ON FRIDAY, 27 MAY 2016**

The board of directors of 麗珠醫藥集團股份有限公司 Livzon Pharmaceutical Group Inc.\*(the “**Company**”) (the “**Board**”) hereby announced that at the Annual General Meeting for the year 2015 (the “**AGM**”) held on 27 May 2016, all the proposed resolutions as set out in the notice of the AGM dated 6 April 2016 were duly passed by the shareholders of the Company by way of poll.

Details of the resolutions considered at the AGM were set out in the circular dated 15 April 2016 of the Company (the “**Circular**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the AGM, the total number of shares of the Company carrying voting rights was 396,889,547 shares (the “**Shares**”), comprising 251,298,187 A Shares and 145,591,360 H Shares. Therefore, Shareholders (or authorized proxies) who hold 396,889,547 Shares were entitled to attend and vote on the resolutions proposed at the AGM.

There were no restrictions on any shareholders for casting votes on the resolutions proposed at the AGM and none of the shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

## ATTENDANCE OF THE AGM

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

|  |                    |
|--|--------------------|
| <b>Number of Shareholders and authorized proxies</b>   | <b>20</b>          |
| Including: Number of A Shareholders and authorized proxies   | 19                 |
| Number of H Shareholders and authorized proxies  | 1                  |
| <b>Total number of Shares carrying voting rights (shares)</b>  | <b>219,103,132</b> |
| Including: Total number of A Shares of the Company carrying voting rights held by A Shareholders and authorized proxies (shares)   | 110,957,377        |
| Total number of H Shares of the Company carrying voting rights held by H Shareholders and authorized proxies (shares)  | 108,145,755        |
| <b>Percentage of the total number of Shares of the Company carrying voting rights (%)</b>  | <b>55.21%</b>      |
| 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 carrying voting rights (%) | 27.96%             |
| 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 carrying voting rights (%)            | 27.25%             |

## POLL RESULTS OF THE AGM

| No.                         | Resolutions  | Category of shares | Number of shares with voting rights held by shareholders present at the meeting | For              |   | Against          |   | Abstain          |   |
|-----------------------------|--|--------------------|---|------------------|---|------------------|---|------------------|---|
|                             |  |                    |   | Number of shares | Approximate percentage (%) of total number of shares with voting rights held by shareholders present at the meeting | Number of shares | Approximate percentage (%) of total number of shares with voting rights held by shareholders present at the meeting | Number of shares | Approximate percentage (%) of total number of shares with voting rights held by shareholders present at the meeting |
| <b>Ordinary Resolutions</b> |  |                    |   |                  |   |                  |   |                  |   |
| 1                           | To consider and approve the work report of the Board of the Company for the year 2015.                 | Total              | 219,103,132   | 219,052,732      | 99.9770%  | 25,900           | 0.0118%   | 24,500           | 0.0112%   |
|                             |  | A shares           | 110,957,377   | 110,906,977      | 99.9546%  | 25,900           | 0.0233%   | 24,500           | 0.0221%   |
|                             |  | H shares           | 108,145,755   | 108,145,755      | 100.0000%   | 0                | 0.0000%   | 0                | 0.0000%   |
| 2                           | To consider and approve the work report of the Supervisory Committee of the Company for the year 2015. | Total              | 219,103,132   | 219,052,732      | 99.9770%  | 25,900           | 0.0118%   | 24,500           | 0.0112%   |
|                             |  | A shares           | 110,957,377   | 110,906,977      | 99.9546%  | 25,900           | 0.0233%   | 24,500           | 0.0221%   |
|                             |  | H shares           | 108,145,755   | 108,145,755      | 100.0000%   | 0                | 0.0000%   | 0                | 0.0000%   |
| 3                           | To consider and approve the financial accounts report of the Company for the year 2015.                | Total              | 219,103,132   | 219,052,732      | 99.9770%  | 25,900           | 0.0118%   | 24,500           | 0.0112%   |
|                             |  | A shares           | 110,957,377   | 110,906,977      | 99.9546%  | 25,900           | 0.0233%   | 24,500           | 0.0221%   |
|                             |  | H shares           | 108,145,755   | 108,145,755      | 100.0000%   | 0                | 0.0000%   | 0                | 0.0000%   |
| 4                           | To consider and approve the 2015 Annual Profit Distribution Plan of the Company.                       | Total              | 219,103,132   | 219,052,732      | 99.9770%  | 50,400           | 0.0230%   | 0                | 0.0000%   |
|                             |  | A shares           | 110,957,377   | 110,906,977      | 99.9546%  | 50,400           | 0.0454%   | 0                | 0.0000%   |
|                             |  | H shares           | 108,145,755   | 108,145,755      | 100.0000%   | 0                | 0.0000%   | 0                | 0.0000%   |

| No.  | Resolutions   | Category of shares | Number of shares with voting rights held by shareholders present at the meeting | For              |   | Against          |   | Abstain          |   |
|--|---|--------------------|---|------------------|---|------------------|---|------------------|---|
|  |   |                    |   | Number of shares | Approximate percentage (%) of total number of shares with voting rights held by shareholders present at the meeting | Number of shares | Approximate percentage (%) of total number of shares with voting rights held by shareholders present at the meeting | Number of shares | Approximate percentage (%) of total number of shares with voting rights held by shareholders present at the meeting |
| 5  | To consider and approve the reappointment of Ruihua Certified Public Accountants (LLP) (瑞華會計師事務所(特殊普通合夥)) as the auditor of the Company for the year 2016 and fix its remuneration. | Total              | 219,103,132   | 212,656,024      | 97.0575%  | 6,253,258        | 2.8540%   | 193,850          | 0.0885%   |
|  |   | A shares           | 110,957,377   | 109,026,072      | 98.2594%  | 1,737,455        | 1.5659%   | 193,850          | 0.1747%   |
|  |   | H shares           | 108,145,755   | 103,629,952      | 95.8243%  | 4,515,803        | 4.1757%   | 0                | 0.0000%   |
| 6  | To consider and approve the 2015 annual report of Livzon Pharmaceutical Group Inc*.   | Total              | 219,103,132   | 219,052,732      | 99.9770%  | 25,900           | 0.0118%   | 24,500           | 0.0112%   |
|  |   | A shares           | 110,957,377   | 110,906,977      | 99.9546%  | 25,900           | 0.0233%   | 24,500           | 0.0221%   |
|  |   | H shares           | 108,145,755   | 108,145,755      | 100.0000%   | 0                | 0.0000%   | 0                | 0.0000%   |
| As votes cast in favour of all the above ordinary resolutions were more than one-half of the valid voting rights of shareholders (including authorized proxies) present at the AGM, all the above ordinary resolutions were duly passed as ordinary resolutions. |   |                    |   |                  |   |                  |   |                  |   |
| <b>Special Resolution</b>  |   |                    |   |                  |   |                  |   |                  |   |
| 7  | To consider and approve the grant of general mandate to the Board for issuing of shares.  | Total              | 219,103,132   | 205,826,523      | 93.9405%  | 13,275,109       | 6.0588%   | 1,500            | 0.0007%   |
|  |   | A shares           | 110,957,377   | 109,518,448      | 98.7032%  | 1,437,429        | 1.2955%   | 1,500            | 0.0014%   |
|  |   | H shares           | 108,145,755   | 96,308,075       | 89.0540%  | 11,837,680       | 10.9460%  | 0                | 0.0000%   |
| As votes cast in favour of the above special resolution were more than two-thirds of the valid voting rights of shareholders (including authorized proxies) present at the AGM, the above special resolution was duly passed as a special resolution.            |   |                    |   |                  |   |                  |   |                  |   |

Ruihua Certified Public Accountants (LLP) (瑞華會計師事務所(特殊普通合夥)) acted as the scrutineer for the vote-taking at the AGM. The Company's PRC legal advisor, D&S Law Firm (廣東德賽律師事務所), two shareholders' representatives and a representative of supervisors of the Company also jointly acted as the scrutineers for the vote-taking of the poll at the AGM.

## **LEGAL OPINION ISSUED BY LAWYERS**

Delegated lawyers from D&S Law Firm witnessed the AGM and issued the "Legal Opinions of D&S Law Firm on the AGM 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二零一五年度股東大會的法律意見書》)", certifying that: "The convening and procedures comply with the requirements of laws, regulations and Articles of Association of the Company; the qualifications of personnels who attended the AGM, the qualifications of the conveners, and the voting procedure of the AGM are legal and effective; the voting results of the resolutions at the AGM, are legal and effective."

## **SPECIAL NOTICE**

There was neither objection to the proposed resolutions of the AGM, nor changes to the resolutions of the previous general meetings at the AGM.

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  
27 May 2016

*As at the date of this announcement, the Executive Directors of the Company are Mr. Tao Desheng (Vice Chairman and President), Mr. Fu Daotian (Vice President) and Mr. Yang Daihong (Vice President); the Non-Executive Directors of the Company are Mr. Zhu Baoguo (Chairman), Mr. Qiu Qingfeng and Mr. Zhong Shan; the Independent Non-Executive Directors of the Company are Mr. Xu Yanjun, Mr. Guo Guoqing, Mr. Wang Xiaojun, Mr. Zheng Zhihua and Mr. Xie Yun.*

*\* For identification purpose only*