

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



LUYE PHARMA GROUP LTD.

绿叶制药集团有限公司

(Incorporated in the Bermuda with limited liability)

(Stock Code: 02186)

POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 22 JUNE 2018

Reference is made to the notice of the special general meeting (the “**SGM Notice**”) of Luye Pharma Group Ltd. (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 5 June 2018 in relation to the APL Agreement entered into among the Company, Luye Hong Kong and AstraZeneca, pursuant to which AstraZeneca conditionally agreed to (i) transfer to Luye Hong Kong the Transferred Assets, and (ii) grant to Luye Hong Kong a licence for the Licensed Assets in the Territory. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the ordinary resolution as set out in the SGM Notice was duly passed by way of poll by the Shareholders at the Company’s special general meeting (the “**SGM**”) held on 22 June 2018.

The Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking. Details of the poll results are set out below:

ORDINARY RESOLUTION^(Note)	Number of Votes (%)	
	For	Against
<p>(a) the execution and delivery of and the performance of the obligations under the asset purchase and licence agreement dated 7 May 2018 entered into among Luye Pharma Hong Kong Limited, AstraZeneca UK Limited and the Company (the “APL Agreement”) in respect of the acquisition of the assets and the grant of the licence in relation to the Products Seroquel or Seroquel XR in the territory set out in APL Agreement (the “Acquisition”) (copy of the APL Agreement has been tabled at the meeting and marked “A” for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and</p> <p>(b) any one director of the Company be and is hereby authorised to sign, agree, ratify, perfect, execute or deliver (including under seal where applicable) such documents and to do or authorise doing all such acts and things incidental to the Acquisition and the transactions contemplated under the APL Agreement as he/she may in his/her absolute discretion consider necessary, desirable or expedient and in the best interest of the Company in connection with the implementation of, giving effect to or completion of the APL Agreement and the transactions contemplated thereunder.</p>	<p>1,823,385,800 (99.130495%)</p>	<p>15,993,500 (0.869505%)</p>

Note: The full text of the resolution is set out in the SGM Notice.

As more than 50% of votes were cast in favour of the ordinary resolution, it was approved by the Shareholders of the Company at the SGM.

As at the date of the SGM, the total number of issued shares of the Company was 3,274,965,343 Shares, being the total number of shares entitling the Shareholders to attend and vote for or against the resolutions at the SGM. There were no restrictions on any Shareholders casting vote on any of the proposed resolutions at the SGM. No Shareholder was required to attend and vote only against the proposed resolutions at the SGM.

By Order of the Board
LUYE PHARMA GROUP LTD.
Liu Dian Bo
Chairman

Hong Kong, 22 June 2018

As at the date of this announcement, the executive directors of the Company are Mr. LIU Dian Bo, Mr. YANG Rong Bing, Mr. YUAN Hui Xian and Ms. ZHU Yuan Yuan; the non-executive Director of the Company is Mr. SONG Rui Lin; and the independent non-executive directors of the Company are Mr. ZHANG Hua Qiao, Professor LO Yuk Lam, Mr. LEUNG Man Kit and Mr. CHOY Sze Chung Jojo.