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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 2017 FIRST EXTRAORDINARY
GENERAL MEETING, THE DOMESTIC SHAREHOLDERS' CLASS
MEETING AND THE H SHAREHOLDERS' CLASS MEETING
HELD ON 5 SEPTEMBER 2017;
(2) CHANGE OF SUPERVISOR;
(3) RESIGNATION OF NON-EXECUTIVE DIRECTOR**

**(1) POLL RESULTS OF THE 2017 FIRST EXTRAORDINARY GENERAL
MEETING, THE DOMESTIC SHAREHOLDERS' CLASS MEETING AND THE
H SHAREHOLDERS' CLASS MEETING HELD ON 5 SEPTEMBER 2017**

Reference is made to the circular (the “**Circular**”) of the Charmacy Pharmaceutical Co., Ltd. (the “**Company**”) dated 15 August 2017 and the notices dated 20 July 2017 of the Company regarding the 2017 first extraordinary general meeting (the “**EGM**”), the Domestic Shareholders' Class Meeting and the H Shareholders' Class Meeting (the “**Class Meetings**”) held on Tuesday, 5 September 2017. Terms used but not defined in this announcement shall have the same meanings as defined in the Circular.

The Board of the Company is pleased to announce that the EGM and the Class Meetings were held on Tuesday, 5 September 2017 at Conference Room on 3rd Floor, No. 235 Song Shan North Road, Longhu District, Shantou City, Guangdong Province, the People's Republic of China.

As at the date of the EGM and the Class Meetings, the total number of Shares entitling the holders to attend and vote for or against the resolutions (other than ordinary resolution numbered (9)) at the EGM, the Domestic Shareholders' Class Meeting and the H Shareholders' Class Meeting were 108,000,000 Shares, 80,000,000 Domestic Shares and 28,000,000 H Shares, respectively. As explained in the Circular, pursuant to the Shenzhen Listing Rules, Guangzhou Pharmaceutical Baiyunshan Hong Kong Company Limited (“**Guangzhou Baiyunshan (HK)**”), who held 7,906,500 H Shares, representing 7.32% of the issued share capital of the Company as at the date of the EGM, was required to abstain from voting in relation to the ordinary resolution numbered 9. Accordingly, there were in aggregate 100,093,500 Shares entitling the holders of which to attend and vote for or against the ordinary resolution numbered 9 at the EGM.

The Shareholders in attendance either in person or by proxy at the EGM, held a total of 97,827,000 Shares, representing 90.58% of the Company's total Shares with voting rights. The holders of the Domestic Shares in attendance either in person or by proxy at the Domestic Shareholders' Class Meeting, held a total of 80,000,000 Domestic Shares, representing 100% of the Company's total Domestic Shares with voting rights. The holders of H Shares in attendance either in person or by proxy at the H Shareholders' Class Meeting, held a total of 17,827,000 H Shares, representing 63.67% of the Company's total H Shares with voting rights. Save as disclosed above, there were no Shares of the Company entitling the holders to attend and abstain from voting in favour of the resolutions proposed at the EGM or the Class Meetings and no Shareholder was required to abstain from voting at the EGM or the Class Meetings. No party has stated his or her intention in the Circular to vote against the resolutions proposed at the EGM or the Class Meetings or to abstain from voting.

The EGM and the Class Meetings were legally and validly convened in compliance with the requirements of the Company Law of the PRC and the Articles of Association of the Company. The EGM and the Class Meetings were chaired by Yao Chuanglong, an executive Director and the chairman (the "**Chairman**") of the Board.

Poll Results of the EGM

At the EGM, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the proposed amendments to the rules of procedures of general meetings of the Company	97,827,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the proposed amendments to the rules of procedures of the board (the " Board ") of directors (the " Directors ") of the Company	97,827,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the proposed amendments to the administration system of related transactions	97,827,000 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the proposed amendments to the administration system of external guarantee	97,827,000 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the proposed amendments to the administration system of external investment	97,827,000 (100%)	0 (0%)	0 (0%)

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
6.	To consider and approve the proposed amendments to the system concerning the duties of independent Directors	97,827,000 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the formulation of the administration system of raised funds	97,827,000 (100%)	0 (0%)	0 (0%)
8.	To consider and approve the formulation of the administration system of prevention of major shareholders and related parties from occupying funds	97,827,000 (100%)	0 (0%)	0 (0%)
9.	To consider and approve the projected daily related transactions of the Company in 2017	97,827,000 (100%)	0 (0%)	0 (0%)
10.	To consider and approve the proposed re-modification of the use of proceeds from the global offering	97,827,000 (100%)	0 (0%)	0 (0%)
11.	To consider and approve the appointment of Mr. Lin Zhijie as the shareholders' representative supervisor of the first session of the supervisory committee of the Company to hold office from the date on which this resolution is passed until the end of the first session of the supervisory committee of the Company and to authorise any one executive Director to enter into a service contract on behalf of the Company with Mr. Lin Zhijie to comply with such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters	97,827,000 (100%)	0 (0%)	0 (0%)

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
12.	To consider and approve the proposal of the Company's application of public offering and listing of Renminbi Ordinary Shares (the "A Shares") (the "A Share Offering") (the following resolutions to be voted item by item)	/		
12.1	classes of shares	97,827,000 (100%)	0 (0%)	0 (0%)
12.2	nominal value per share	97,827,000 (100%)	0 (0%)	0 (0%)
12.3	proposed stock exchange for the listing of the A Shares	97,827,000 (100%)	0 (0%)	0 (0%)
12.4	proposed offering size	97,827,000 (100%)	0 (0%)	0 (0%)
12.5	target subscriber	97,827,000 (100%)	0 (0%)	0 (0%)
12.6	method of offering	97,827,000 (100%)	0 (0%)	0 (0%)
12.7	pricing methodology	97,827,000 (100%)	0 (0%)	0 (0%)
12.8	form of underwriting	97,827,000 (100%)	0 (0%)	0 (0%)
12.9	conversion into a joint stock company with limited liability and domestically and overseas listed shares	97,827,000 (100%)	0 (0%)	0 (0%)
12.10	validity period of the resolutions for the proposal of the A Share Offering	97,827,000 (100%)	0 (0%)	0 (0%)
13.	To consider and approve the proposed amendments to the (draft) articles of association of the Company	97,827,000 (100%)	0 (0%)	0 (0%)
14.	To consider and approve the feasibility plan on the investment projects using the proceeds from the A Share Offering	97,827,000 (100%)	0 (0%)	0 (0%)

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
15.	To consider and approve the accumulated profit distribution plan before the A Share Offering	97,827,000 (100%)	0 (0%)	0 (0%)
16.	To consider and approve the authorisation to the Board to deal with matters in connection with the Company's application of initial public offering and listings of A Shares at its full discretion	97,827,000 (100%)	0 (0%)	0 (0%)
17.	To consider and approve the planning of dividend and return to shareholders within three years after the A Share Offering	97,827,000 (100%)	0 (0%)	0 (0%)
18.	To consider and approve the price stabilising budget and undertakings for the A Shares of the Company within three years after the A Share Offering	97,827,000 (100%)	0 (0%)	0 (0%)
19.	To consider and approve the remedial plan and relevant undertakings on dilution of immediate return arising from the A Share Offering	97,827,000 (100%)	0 (0%)	0 (0%)
20.	To consider and approve the undertakings on matters in connection with the A Share Offering and listings and proposed corresponding restrictive measures	97,827,000 (100%)	0 (0%)	0 (0%)
21.	To consider and approve the use of raised funds of the initial public offering of the Company's overseas listed foreign shares (the "H Shares") in the share capital of the Company, which are listed on the main board of The Stock Exchange of Hong Kong Limited with a nominal value of RMB1.00 (the "H Share Offering")	97,827,000 (100%)	0 (0%)	0 (0%)
22.	To consider and approve the termination of the issuance of additional H Shares	97,827,000 (100%)	0 (0%)	0 (0%)

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
23.	To consider and, if thought fit, approve the proposed amendments to the Articles of Association of the Company, and to authorize any Director 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 of the Company	97,827,000 (100%)	0 (0%)	0 (0%)

As more than one-half of the votes were cast in favour of each of the ordinary resolutions numbered 1 to 8, 10 and 11, these resolutions were duly passed as ordinary resolutions of the Company at the EGM.

As more than two-thirds of the votes were cast in favour of each of the special resolutions numbered 12 to 23, these resolutions were duly passed as special resolutions of the Company at the EGM.

As explained in the Circular, pursuant to the Shenzhen Listing Rules, Guangzhou Baiyunshan (HK) was required to abstain from voting in relation to the ordinary resolution numbered 9. In view of that Guangzhou Baiyunshan (HK) did not abstain from voting in relation to the ordinary resolution numbered 9 in the course of voting, accordingly, the poll results of the aforesaid ordinary resolution numbered 9 shall exclude the voting in respect of the 7,906,500 Shares held by Guangzhou Baiyunshan (HK). After excluding the relevant total number of Shares, the poll results of the ordinary resolution numbered 9 are as follows:

Ordinary Resolution		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
9.	To consider and approve the projected daily related transactions of the Company in 2017	89,920,500 (100%)	0 (0%)	0 (0%)

As stated in the aforesaid poll results after excluding the relevant total number of Shares, more than one-half of the votes were cast in favour of the ordinary resolution numbered 9, it was therefore duly passed as an ordinary resolution of the Company at the EGM.

Poll Results of the Domestic Shareholders' Class Meeting

At the Domestic Shareholders' Class Meeting, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the proposal of the Company's application of public offering and listing of Renminbi Ordinary Shares (the "A Shares") (the "A Share Offering") (the following resolutions to be voted item by item)	/		
1.1	classes of shares	80,000,000 (100%)	0 (0%)	0 (0%)
1.2	nominal value per share	80,000,000 (100%)	0 (0%)	0 (0%)
1.3	proposed stock exchange for the listing of the A Shares	80,000,000 (100%)	0 (0%)	0 (0%)
1.4	proposed offering size	80,000,000 (100%)	0 (0%)	0 (0%)
1.5	target subscriber	80,000,000 (100%)	0 (0%)	0 (0%)
1.6	method of offering	80,000,000 (100%)	0 (0%)	0 (0%)
1.7	pricing methodology	80,000,000 (100%)	0 (0%)	0 (0%)
1.8	form of underwriting	80,000,000 (100%)	0 (0%)	0 (0%)
1.9	conversion into a joint stock company with limited liability and domestically and overseas listed shares	80,000,000 (100%)	0 (0%)	0 (0%)
1.10	validity period of the resolutions for the proposal of the A Share Offering	80,000,000 (100%)	0 (0%)	0 (0%)

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
2.	To consider and approve the proposed amendments to the (draft) articles of association of the Company	80,000,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the feasibility plan on the investment projects using the proceeds from the A Share Offering	80,000,000 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the accumulated profit distribution plan before the A Share Offering	80,000,000 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the authorisation to the Board to deal with matters in connection with the Company's application of initial public offering and listings of A Shares at its full discretion	80,000,000 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the planning of dividend and return to shareholders within three years after the A Share Offering	80,000,000 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the price stabilising budget and undertakings for the A Shares of the Company within three years after the A Share Offering	80,000,000 (100%)	0 (0%)	0 (0%)
8.	To consider and approve the remedial plan and relevant undertakings on dilution of immediate return arising from the A Share Offering	80,000,000 (100%)	0 (0%)	0 (0%)
9.	To consider and approve the undertakings on matters in connection with the A Share Offering and listings and proposed corresponding restrictive measures	80,000,000 (100%)	0 (0%)	0 (0%)

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
10.	To consider and approve the use of raised funds of the initial public offering of the Company's overseas listed foreign shares (the "H Shares") in the share capital of the Company, which are listed on the main board of The Stock Exchange of Hong Kong Limited with a nominal value of RMB1.00 (the "H Share Offering")	80,000,000 (100%)	0 (0%)	0 (0%)
11.	To consider and approve the termination of the issuance of additional H Shares	80,000,000 (100%)	0 (0%)	0 (0%)

As more than two-thirds of the votes were cast in favour of each of the special resolutions numbered 1 to 11, these resolutions were duly passed as special resolutions of the Company at the Domestic Shareholders' Class Meeting.

Poll Results of the H Shareholders' Class Meeting

At the H Shareholders' Class Meeting, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the proposal of the Company's application of public offering and listing of Renminbi Ordinary Shares (the "A Shares") (the "A Share Offering") (the following resolutions to be voted item by item)	/		
1.1	classes of shares	17,827,000 (100%)	0 (0%)	0 (0%)
1.2	nominal value per share	17,827,000 (100%)	0 (0%)	0 (0%)
1.3	proposed stock exchange for the listing of the A Shares	17,827,000 (100%)	0 (0%)	0 (0%)

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
1.4	proposed offering size	17,827,000 (100%)	0 (0%)	0 (0%)
1.5	target subscriber	17,827,000 (100%)	0 (0%)	0 (0%)
1.6	method of offering	17,827,000 (100%)	0 (0%)	0 (0%)
1.7	pricing methodology	17,827,000 (100%)	0 (0%)	0 (0%)
1.8	form of underwriting	17,827,000 (100%)	0 (0%)	0 (0%)
1.9	conversion into a joint stock company with limited liability and domestically and overseas listed shares	17,827,000 (100%)	0 (0%)	0 (0%)
1.10	validity period of the resolutions for the proposal of the A Share Offering	17,827,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the proposed amendments to the (draft) articles of association of the Company	17,827,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the feasibility plan on the investment projects using the proceeds from the A Share Offering	17,827,000 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the accumulated profit distribution plan before the A Share Offering	17,827,000 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the authorisation to the Board to deal with matters in connection with the Company's application of initial public offering and listings of A Shares at its full discretion	17,827,000 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the planning of dividend and return to shareholders within three years after the A Share Offering	17,827,000 (100%)	0 (0%)	0 (0%)

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
7.	To consider and approve the price stabilising budget and undertakings for the A Shares of the Company within three years after the A Share Offering	17,827,000 (100%)	0 (0%)	0 (0%)
8.	To consider and approve the remedial plan and relevant undertakings on dilution of immediate return arising from the A Share Offering	17,827,000 (100%)	0 (0%)	0 (0%)
9.	To consider and approve the undertakings on matters in connection with the A Share Offering and listings and proposed corresponding restrictive measures	17,827,000 (100%)	0 (0%)	0 (0%)
10.	To consider and approve the use of raised funds of the initial public offering of the Company's overseas listed foreign shares (the "H Shares") in the share capital of the Company, which are listed on the main board of The Stock Exchange of Hong Kong Limited with a nominal value of RMB1.00 (the "H Share Offering")	17,827,000 (100%)	0 (0%)	0 (0%)
11.	To consider and approve the termination of the issuance of additional H Shares	17,827,000 (100%)	0 (0%)	0 (0%)

As more than two-thirds of the votes were cast in favour of each of the special resolutions numbered 1 to 11, these resolutions were duly passed as special resolutions of the Company at the H Shareholders' Class Meeting.

In compliance with the requirements of the Listing Rules, SHINEWING Certified Public Accountants (LLP), the auditors of the Group for the year 2017, acted as scrutineer for the vote-taking at the EGM and the Class Meetings.

(2) CHANGE OF SUPERVISOR

Reference is made to the announcement of the Company dated 24 May 2017 in relation to the proposed change of supervisor.

Ms. Zhang Hanzi (“**Ms. Zhang**”) has resigned from her position as a shareholders’ representative supervisor of the Company due to her other business commitments to the Group which require more of her dedication, with effect from the date of this announcement. Ms. Zhang has confirmed that she has no disagreement with the Board and the Supervisory Committee in any respect, and there are no other matters in relation to her resignation that need to be brought to the attention of the Shareholders or the Stock Exchange.

The above ordinary resolution No. 11 was duly passed by the Shareholders at the EGM and Mr. Lin Zhijie (“**Mr. Lin**”) has been appointed as shareholders’ representative supervisor of the Company, with effect from the date of this announcement. Biographical details of Mr. Lin are set out as follows:

Mr. Lin Zhijie, aged 33, is the vice logistics officer of the Company. Mr. Lin graduated from the Science and Technology College of Jiangxi University of Traditional Chinese Medicine (江西中醫學院科技學院) in the PRC in July 2007, majoring in pharmaceuticals formulation. Mr. Lin joined the Group in January 2007 and has been responsible for transportation and logistics arrangements of the Group, including the planning of budget for transportation.

The Company will enter into a service agreement with Mr. Lin commencing from the date of appointment and ending on the expiration of the term of the first session of the Supervisory Committee. Pursuant to the Articles of Association, Mr. Lin will be subject to re-appointment upon election upon the expiry of their term of office. His remuneration as a supervisor of the Company will be determined with reference to the remuneration policies of the supervisors of the Company.

Mr. Lin is interested in 0.16% of the interest in Shantou Meizhi Investment Management Limited Partnership (汕頭市美智投資管理合夥企業(有限合夥), “**Meizhi Investment**”). Meizhi Investment holds 3,200,000 domestic shares of the Company, representing approximately 2.96% of the total issued shares of the Company.

Save as disclosed above, Mr. Lin has confirmed that: (1) he does not have any relationship with any directors, supervisors, senior management or substantial or controlling shareholders (as defined in Listing Rules) of the Company; (2) he does not have, and is not deemed to have, any interests in any shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong); (3) he has not held any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas during the past three years; and (4) he has not held any positions in the Group.

Save as mentioned above, the Board of the Company is not aware of any other matters regarding the proposed appointment of Mr. Lin that need to be brought to the attention of the shareholders of the Company, nor any information that is required to be disclosed under Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

(3) RESIGNATION OF NON-EXECUTIVE DIRECTOR

Ms. You Zeyan (“**Ms. You**”) has resigned her position of non-executive Director as she has to devote more efforts to deal with her other business affairs, with effect from 5 September 2017.

Ms. You has confirmed that there has been no disagreement with the Board during her tenure, nor there are any matters in relation to her resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited. The Board would like to take this opportunity to express its heartfelt gratitude for Ms. You’s valuable contributions made to the Company during her tenure.

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

Guangdong Province, the PRC, 5 September 2017

As of the date of this announcement, the executive Directors are Mr. Yao Chuanglong, Ms. Zheng Yuyan and Mr. Lin Zhixiong; the non-executive Director is Mr. Li Weisheng; and the independent non-executive Directors are Mr. Wan Chi Wai Anthony, Mr. Zhou Tao and Mr. Guan Jian (also known as Guan Suzhe).