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華潤醫藥集團有限公司

China Resources Pharmaceutical Group Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 3320)

DISCLOSEABLE TRANSACTION PROPOSED ACQUISITION OF INTEREST IN KPC

PROGRESS UPDATE – COMPLETION OF THE PROPOSED TRANSFER OF SHARES IN KPC

References are made to the announcements of China Resources Pharmaceutical Group Limited (the “**Company**”) dated 10 May 2022 and 23 December 2022 (the “**Announcements**”) in relation to the proposed acquisition of interest in KPC Pharmaceuticals, Inc (昆藥集團股份有限公司) (“**KPC**”). Unless otherwise defined herein or the context requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

COMPLETION OF THE PROPOSED TRANSFER OF SHARES IN KPC

The Board is pleased to announce that the registration of share transfer with the China Securities Depository and Clearing Corporation Limited has been completed. Accordingly, on 30 December 2022, the proposed transfer of 3,335,456 shares of KPC from Holley Group Company Limited (華立集團股份有限公司) and 208,976,160 shares of KPC from Holley Pharmaceutical Group Co., Ltd. (華立醫藥集團有限公司) to CR Sanjiu pursuant to the terms of the Share Purchase Agreement has been completed (the “**Completion of the Proposed Transfer**”).

As disclosed in the Announcements, pursuant to the terms of the Share Purchase Agreement, the payment arrangement of the consideration of the Proposed Acquisition are as follows:

- (i) 35% of the total consideration for the Proposed Acquisition (i.e., RMB1,015.7 million) shall be made by CR Sanjiu within 15 days after the Shanghai Stock Exchange has issued its confirmation in respect of the Proposed Acquisition contemplated under the Share Purchase Agreement;
- (ii) 55% of the total consideration for the Proposed Acquisition (i.e., RMB1,596.1 million) shall be made by CR Sanjiu within 15 days upon completion of the registration of share transfer with the China Securities and Clearing Corporation Limited; and
- (iii) 10% of the total consideration for the Proposed Acquisition (i.e., RMB290.2 million) shall be made by CR Sanjiu within 15 days after three months commencing from the Registration Date.

As at the date of this announcement, CR Sanjiu has paid the first and second instalments of the consideration, and will satisfy the remaining payment obligations, according to the aforesaid terms of the Share Purchase Agreement.

Upon the Completion of the Proposed Transfer, CR Sanjiu held an aggregate of 28% interest in KPC as at the date of this announcement.

By order of the Board
China Resources Pharmaceutical Group Limited
Han Yuewei
Chairman

Kunming, 3 January 2023

As at the date of this announcement, the Board comprises Mr. Han Yuewei as chairman and non-executive Director, Mr. Bai Xiaosong, Mr. Tao Ran and Mdm. Weng Jingwen as executive Directors, Mr. Lin Guolong, Mr. Hou Bo and Mdm. Jiao Ruifang as non-executive Directors and Mdm. Shing Mo Han Yvonne, Mr. Kwok Kin Fun, Mr. Fu Tingmei and Mr. Zhang Kejian as independent non-executive Directors.