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CHINA TRADITIONAL CHINESE MEDICINE HOLDINGS CO. LIMITED
中國中藥控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 570)

**RENEWAL OF EXISTING ANNUAL CAPS FOR
CONTINUING CONNECTED TRANSACTIONS**

THE NEW MASTER PURCHASE AGREEMENT

On 18 November 2016, the Company entered into the New Master Purchase Agreement with CNPGC, pursuant to which the Group conditionally agreed to purchase the Materials supplied by the CNPGC Group during the period from 1 January 2017 to 31 December 2019. Pursuant to the New Master Purchase Agreement, the value of the Purchases shall not exceed the Annual Caps of RMB45 million (equivalent to approximately HK\$50.9 million) for each of the three financial years ending 31 December 2017, 2018 and 2019.

THE NEW MASTER SUPPLY AGREEMENT

On 18 November 2016, the Company also entered into the New Master Supply Agreement with CNPGC, pursuant to which the Group conditionally agreed to sell the Products to the CNPGC Group during the period from 1 January 2017 to 31 December 2019. Pursuant to the New Master Supply Agreement, the value of the Sales shall not exceed the Annual Caps of RMB800 million (equivalent to approximately HK\$904 million), RMB900 million (equivalent to approximately HK\$1,017 million) and RMB1,000 million (equivalent to approximately HK\$1,130 million) for the three financial years ending 31 December 2017, 2018 and 2019 respectively.

LISTING RULES IMPLICATIONS

Sinopharm Group Hong Kong Co., Limited is interested in 1,614,313,642 Shares as at the date of this announcement, representing approximately 36.43% of the total issued share capital of the Company and is the controlling Shareholder. CNPGC indirectly wholly owns Sinopharm Group Hong Kong Co., Limited and is therefore a connected person of the Company as defined under the Listing Rules. The Purchases and the Sales constitute continuing connected transactions of the Company pursuant to Chapter 14A of the Listing Rules. As the applicable percentage ratios for the Annual Caps under each of the New Master Purchase Agreement and New Master Supply Agreement exceed 5% and the Annual Caps exceed HK\$10,000,000, the Agreements and the Annual Caps are subject to the reporting, announcement and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

The EGM will be convened by the Company at which resolutions will be proposed to seek approval from the Independent Shareholders for the Agreements and the transactions contemplated under the respective Agreements (including the Annual Caps) by way of poll. CNPGC and its associates, who were interested in 1,614,313,642 Shares as at the date of this announcement (representing approximately 36.43% of the total issued share capital of the Company), will abstain from voting on the relevant resolutions at the EGM.

The Independent Board Committee has been established to advise the Independent Shareholders on the Agreements (including the Annual Caps) and the transactions contemplated under the respective Agreements. The Independent Board Committee comprises Mr. Zhou Bajun, Mr. Xie Rong and Mr. Lo Wing Yat, all are independent non-executive Directors. The other independent non-executive Director, namely Mr. Yu Tze Shan Hailson, is deemed to have a material interest in the Agreements as he is also an independent non-executive director of Sinopharm Group Co. Ltd. (a subsidiary of CNPGC) and accordingly is not included as a member of the Independent Board Committee. The Independent Board Committee has approved the appointment of Hercules as the independent financial adviser to advise the Independent Board Committee and the Independent Shareholders in relation to the terms of the Agreements (including the Annual Caps) and the transactions contemplated under the respective Agreements.

GENERAL

A circular containing, among other things, (i) details of the Agreements and the Annual Caps; (ii) the letter of recommendation from the Independent Board Committee regarding the Agreements (including the Annual Caps) and the transactions contemplated under the respective Agreements; (iii) the letter of advice from Hercules to the Independent Board Committee and the Independent Shareholders regarding the Agreements (including the Annual Caps) and the transactions contemplated under the respective Agreements; and (iv) a notice of the EGM will be despatched to the Shareholders in compliance with the Listing Rules on or before 9 December 2016.

Reference is made to the announcement and the circular of the Company dated 12 December 2013 and 13 December 2013 respectively in relation to the purchases of the Materials and the sales of the Products contemplated under the Existing Master Purchase Agreement and the Existing Master Supply Agreement. As the term of each of the Existing Master Purchase Agreement and the Existing Master Supply Agreement and the respective annual caps will expire on 31 December 2016, on 18 November 2016, the Company entered into the Agreements to govern the terms of the Purchases and the Sales and to set the Annual Caps for the three financial years ending 31 December 2017, 2018 and 2019. Set out below are the principal terms of the Agreements.

THE NEW MASTER PURCHASE AGREEMENT

Date: 18 November 2016

Parties: (i) the Company; and
(ii) CNPGC.

Sinopharm Group Hong Kong Co., Limited is interested in 1,614,313,642 Shares as at the date of this announcement, representing approximately 36.43% of the total issued share capital of the Company and is the controlling Shareholder. CNPGC indirectly wholly owns Sinopharm Group Hong Kong Co., Limited and is therefore and a connected person of the Company as defined under the Listing Rules.

Terms:

Pursuant to the New Master Purchase Agreement, the Group conditionally agreed to purchase the Materials supplied by the CNPGC Group during the period from 1 January 2017 to 31 December 2019. The terms of the Purchases including the prices of the Materials, the discounts granted by the CNPGC Group to the Group, the credit period and payment terms will be determined with reference to prevailing market terms and on terms no less favourable to the Group than those made available by independent third parties for similar products. In particular, (i) the prices will be determined based on the market prices of the relevant Materials prevailing at the time of the Purchases. In this regard, the Group will make reference to prices of the relevant Materials quoted by independent suppliers in the market which are in the approved suppliers list of the Group and with which the Group has a stable business relationship; (ii) the discounts, if any, will be granted depending on the volume of Materials purchased and the payment terms. Higher discounts are normally granted for bulk purchases or for cash payment on delivery; (iii) the credit period and payment terms will be determined by the CNPGC Group taking into account the credit history and financial position of the Group which normally ranges from 3 to 6 months; and (iv) the delivery terms will be determined with reference to prevailing market practices and the costs of delivery are normally borne by the CNPGC Group.

The Materials:

The Materials to be supplied by the CNPGC Group to the Group are major TCM materials used to manufacture pharmaceutical products of the Group, including but not limited to calculus bovis (牛黃), musk (麝香), jiangbanxia (薑半夏) and cangerzi (蒼耳子).

Annual Caps:

Pursuant to the New Master Purchase Agreement, the value of the Purchases shall not exceed the Annual Caps of RMB45 million (equivalent to approximately HK\$50.9 million) for each of the three financial years ending 31 December 2017, 2018 and 2019.

On 11 December 2013, the Company and CNPGC had entered into the Existing Master Purchase Agreement pursuant to which the value of the purchases of the Materials by the Group shall not exceed an annual cap of RMB35 million (equivalent to approximately HK\$39.6 million), RMB39 million (equivalent to approximately HK\$44.1 million) and RMB45 million (equivalent to approximately HK\$50.9 million) for each of the three financial years ending 31 December 2014, 2015 and 2016 respectively.

For each of the two years ended 31 December 2014 and 2015, purchases of the Materials by the Group from the CNPGC Group amounted to approximately RMB23.5 million (equivalent to approximately HK\$26.6 million) and RMB14.9 million (equivalent to approximately HK\$16.8 million) respectively. For the ten months ended 31 October 2016, purchases of the Materials by the Group from the CNPGC Group amounted to approximately RMB20 million (equivalent to approximately HK\$22.6 million). The Company expects that the actual purchase amount of the Materials by the Group from the CNPGC Group for the year ending 31 December 2016 will reach approximately RMB25 million (equivalent to approximately HK\$28.3 million) subject to the then circumstances.

Although there is an increase in the purchases of the Materials in 2016 when compared to 2015, the Company considered the growth was hindered by the drop in sales of Angong Niu Huang Wan (安宮牛黃丸) which used calculus bovis and musk as raw materials in the manufacturing process and the temporary suspension of production due to the relocation of production facilities of Sinopharm Group Feng Liao Xing (Foshan) Medicinal Material & Slices Co., Ltd., an indirect wholly-owned subsidiary of the Company.

For the purpose of determining the Annual Caps for the Purchases in 2017, 2018 and 2019, the Company has considered (i) the historical purchase of the Materials by the Group from the CNPGC Group; and (ii) the expected usage of the Materials to cater for the production needs of the Group.

Conditions precedent:

The New Master Purchase Agreement is conditional upon the fulfilment of the following conditions:–

- (i) the passing of the resolution(s) by the Independent Shareholders at a general meeting approving the New Master Purchase Agreement and the transactions contemplated thereunder and the Annual Caps for the Purchases as required under the Listing Rules;
- (ii) the board of directors and/or shareholders of CNPGC having approved the New Master Purchase Agreement in accordance with its articles of association (if applicable); and
- (iii) other regulatory approval (if any) applicable to the Company and CNPGC in relation to the New Master Purchase Agreement having been obtained.

None of the above conditions can be waived.

THE NEW MASTER SUPPLY AGREEMENT

Date: 18 November 2016

Parties: (i) the Company; and
(ii) CNPGC.

Terms:

Pursuant to the New Master Supply Agreement, the Group conditionally agreed to sell the Products to the CNPGC Group during the period from 1 January 2017 to 31 December 2019. The terms of the Sales will be determined with reference to prevailing market terms and on terms no less favourable to the Group than those made available to independent third parties for similar Products. In particular, (i) the prices will be determined based on the standard price range of the relevant Products set by the Group in accordance with its pricing policy. In general, the standard price range is set by the Group at the beginning of the year taking into account the maximum retail prices of the Products, if any, set by the relevant government body in the PRC, the historical sales prices of the Products and the expected demand for the Products for the year. Such price range is applicable in general to the customers of the Group; (ii) the discounts, if any, will be granted depending on the volume of the Sales and payment terms. Higher discounts are normally granted for bulk purchases or for cash payment on delivery; (iii) the credit period and payment terms will be determined taking into account the credit history and financial position of the CNPGC Group which normally ranges from 3 to 6 months; and (iv) the delivery terms will be determined with reference to prevailing market practices and the costs of delivery are normally borne by the Group.

The Products:

The Products to be supplied by the Group to the CNPGC Group are major products manufactured by the Group, including but not limited to Nifedipine Sustained-release tablet (Sheng Tong Ping) (硝苯地平舒緩釋片(聖通平)), Yu Ping Feng Granule (玉屏風顆粒), Qiye Shenan Tablet (七葉神安片), Bi Yan Kang Tablet (鼻炎康片), VC Yingqiao Tablet (維C銀翹片), Cefodizime Sodium for injection (Gaode) (注射用頭孢地嗪鈉(高德)), Group A Streptococcus for injection (Sha Pei Lin) (注射用A群鏈球菌(沙培林)), Xianling Gubao Capsule and Tablet (仙靈骨葆膠囊/片劑), Jingshu Granules (頸舒顆粒), Moisturizing and Anti-Itching Capsules (潤燥止癢膠囊), Zaoren Anshen Capsules (棗仁安神膠囊), Fengshi Gutong Capsules (風濕骨痛膠囊), Jiangyin Tianjiang concentrated TCM granules (天江藥業中藥配方顆粒) and Guangdong Yifang concentrated TCM granules (廣東一方中藥配方顆粒).

Annual Caps:

Pursuant to the New Master Supply Agreement, the value of the Sales shall not exceed the Annual Caps set out below:

<i>Financial year ending</i>	<i>RMB'000</i>	<i>Equivalent to HK\$'000</i>
31 December 2017	800,000	904,000
31 December 2018	900,000	1,017,000
31 December 2019	1,000,000	1,130,000

On 11 December 2013, the Company and CNPGC had entered into the Existing Master Supply Agreement pursuant to which the value of the sales of the Products by the Group shall not exceed an annual cap of RMB500 million (equivalent to approximately HK\$565 million), RMB610 million (equivalent to approximately HK\$689.3 million) and RMB740 million (equivalent to approximately HK\$836.2 million) for the three financial years ending 31 December 2014, 2015 and 2016 respectively.

For the years ended 31 December 2014 and 2015, sales of the Products by the Group to the CNPGC Group amounted to approximately RMB453.6 million (equivalent to approximately HK\$512.6 million) and RMB441.8 million (equivalent to approximately HK\$499.2 million) respectively. For the ten months ended 31 October 2016, sales of the Products by the Group to the CNPGC Group amounted to approximately RMB173.7 million (equivalent to approximately HK\$196.3 million). The Company expects that the actual sales amount of the Products by the Group to the CNPGC Group for the year ended 31 December 2016 will be around RMB320 million (equivalent to approximately HK\$361.6 million). Based on the experience of the management of the Group, it is expected that the retail demand for pharmaceutical products in autumn and winter will be higher and thus the sales of Products by the Group to the CNPGC Group in the last quarter of 2016 are expected to increase correspondingly.

The decrease in sales of the Products to the CNPGC Group in 2016 was mainly due to the decline in the demand from distributors after the implementation of the “two-invoice system” and the overall decrease in the market price of the Products. Under the “two-invoice system”, primary distributors (such as the CNPGC Group) will be required to distribute the Products directly to the hospitals instead of through other distributors. As a result, purchases of the Products by certain distributors from the CNPGC Group decreased due to destocking, which in turn lowered the demand of the Products by the CNPGC Group. However, the Group expects the impact of destocking resulting from the implementation of the “two-invoice system” to be temporary and has been substantially reflected in the results of 2016.

For the purpose of determining the Annual Caps for the Sales in 2017, the Company has considered (i) the historical sales of the Products by the Group to the CNPGC Group; (ii) the anticipated gradual increase in the demand of the Products driven by the aging population in the PRC; (iii) the recent trend of consolidation in the pharmaceutical industry in the PRC, whereby the CNPGC Group is expected to consolidate with other distributors and gain a larger market share in the industry; (iv) the expected increase in sales of the Products through the sales network of the CNPGC Group as a result of elimination of less competitive distributors under the “two-invoice system”; and (v) the potential sale of the products manufactured by 江陰天江藥業有限公司 (Jiangyin Tianjiang Pharmaceutical Co. Ltd.*) which were not on the list of products in the Existing Master Supply Agreement, as the acquisition of 87.3% of the registered capital of Jiangyin Tianjiang Pharmaceutical Co. Ltd. by the Group was completed in October 2015. A year-on-year increase of the Annual Caps for the Sales in 2018 and 2019 of approximately 12.5% and 11.1% respectively was incorporated after taking into account the historical growth and expected future growth of the pharmaceutical industry and the exclusive products of the Company which are on the National Essential Drug List.

Conditions precedent:

The New Master Supply Agreement is conditional upon the fulfilment of the following conditions:—

- (i) the passing of the resolution(s) by the Independent Shareholders at a general meeting approving the New Master Supply Agreement and the transactions contemplated thereunder and the Annual Caps for the Sales as required under the Listing Rules;
- (ii) the board of directors and/or shareholders of CNPGC having approved the New Master Supply Agreement in accordance with its articles of association (if applicable); and
- (iii) other regulatory approval (if any) applicable to the Company and CNPGC in relation to the New Master Supply Agreement having been obtained.

None of the above conditions can be waived.

REASONS FOR THE AGREEMENTS

The principal activity of the Company is investment holding and the principal activities of its principal subsidiaries are the manufacture and sale of concentrated TCM granules and pharmaceutical products in the PRC with a focus on respiratory system drugs, nasal preparations, cerebro-cardiovascular drugs, rheumatic diseases and bone injury drugs, and orthopaedic drugs.

The Agreements were entered into for the purpose of enabling the Group to continue the business relationship with the CNPGC Group in compliance with the Listing Rules as well as to capture the opportunities that may be brought about by the CNPGC Group to the Group. CNPGC is one of the largest state-owned pharmaceutical and healthcare groups administered directly by the State-owned Assets Supervision and Administration Commission of the State Council. Its core businesses are pharmaceutical distribution, pharmaceutical scientific research and manufacture of medical and biotech products. Members of the CNPGC Group have been the suppliers of the Materials and customers of the Products of the Group since 1998. The CNPGC Group is a reliable business partner of the Group which has a strong supply capacity as well as a well-established distribution network. The New Master Purchase Agreement enables the Group to source stable and quality Materials from the CNPGC Group, while the New Master Supply Agreement enables the Group to tap into a larger market and approach a much wider clientele base with the support of the extensive sales and distribution network of the CNPGC Group in the PRC. As CNPGC is one of the largest pharmaceutical companies in the PRC and has a long-term relationship with the Group, the Directors considered that the partnership with the CNPGC Group can secure the distribution of the Products to hospitals and retail pharmacies in the PRC.

Based on the above, the Directors (excluding the independent non-executive Directors who will express their view after having considered the advice from Hercules) are of the view that the Agreements were entered into in the ordinary course of business and on normal commercial terms which are fair and reasonable, and in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

Sinopharm Group Hong Kong Co., Limited is interested in 1,614,313,642 Shares as at the date of this announcement, representing approximately 36.43% of the total issued share capital of the Company and is the controlling Shareholder. CNPGC indirectly wholly owns Sinopharm Group Hong Kong Co., Limited and is therefore a connected person of the Company as defined under the Listing Rules. The Purchases and the Sales constitute continuing connected transactions of the Company pursuant to Chapter 14A of the Listing Rules. As the applicable percentage ratios for the Annual Caps under each of the New Master Purchase Agreement and New Master Supply Agreement exceed 5% and the Annual Caps exceed HK\$10,000,000, the Agreements and the Annual Caps are subject to the reporting, announcement and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

The following Directors hold the following positions in the CNPGC Group or its associates:

- (i) Mr. WU Xian is the director, general manager and deputy secretary of the Party Committee of China National Traditional Chinese Medicine Corporation (formerly named China National Corp. of Traditional & Herbal Medicine) which is a wholly-owned subsidiary of CNPGC;
- (ii) Mr. LIU Cunzhou is currently the chief expert of CNPGC;
- (iii) Mr. DONG Zenghe is currently the deputy general manager of CNPGC and the chairman of the board of China National Traditional Chinese Medicine Corporation;

- (iv) Mr. ZHAO Dongji is currently the manager of Investment Management Department and deputy general manager of China National Traditional Chinese Medicine Corporation;
- (v) Ms. HUANG He is currently the director of operations and the manager of the human resources department of China National Traditional Chinese Medicine Corporation;
- (vi) Ms. TANG Hua is currently the financial controller and the manager of finance department of China National Traditional Chinese Medicine Corporation; and
- (vii) Mr. YU Tze Shan Hailson is currently an independent non-executive director of Sinopharm Group Co. Ltd which is a subsidiary of CNPGC.

The above Directors are regarded as having a material interest in the Agreements by virtue of their position held in the CNPGC Group or its associates. Each of them had abstained from voting at the Board meeting on the relevant resolutions for approving the Agreements (including the Annual Caps).

The EGM will be convened by the Company at which resolutions will be proposed to seek approval from the Independent Shareholders for the Agreements and the transactions contemplated under the respective Agreements (including the Annual Caps) by way of poll. CNPGC and its associates, who were interested in 1,614,313,642 Shares as at the date of this announcement (representing approximately 36.43% of the total issued share capital of the Company), will abstain from voting on the relevant resolutions at the EGM.

The Independent Board Committee has been established to advise the Independent Shareholders on the Agreements (including the Annual Caps) and the transactions contemplated under the respective Agreements. The Independent Board Committee comprises Mr. Zhou Bajun, Mr. Xie Rong and Mr. Lo Wing Yat, all are independent non-executive Directors. The other independent non-executive Director, namely Mr. Yu Tze Shan Hailson, is deemed to have a material interest in the Agreements as he is also an independent non-executive director of Sinopharm Group Co. Ltd. (a subsidiary of CNPGC) and accordingly is not included as a member of the Independent Board Committee. The Independent Board Committee has approved the appointment of Hercules as the independent financial adviser to advise the Independent Board Committee and the Independent Shareholders in relation to the terms of the Agreements (including the Annual Caps) and the transactions contemplated under the respective Agreements.

GENERAL

A circular containing, among other things, (i) details of the Agreements and the Annual Caps; (ii) the letter of recommendation from the Independent Board Committee regarding the Agreements (including the Annual Caps) and the transactions contemplated under the respective Agreements; (iii) the letter of advice from Hercules to the Independent Board Committee and the Independent Shareholders regarding the Agreements (including the Annual Caps) and the transactions contemplated under the respective Agreements; and (iv) a notice of the EGM will be despatched to the Shareholders in compliance with the Listing Rules on or before 9 December 2016.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Agreements”	together, the New Master Purchase Agreement and New Master Supply Agreement
“Annual Caps”	the respective annual caps of the value of the Purchases and the Sales contemplated under the Agreements proposed for the three financial years ending 31 December 2017, 2018 and 2019
“Board”	the board of Directors
“CNPGC”	China National Pharmaceutical Group Corporation (中國醫藥集團總公司), a state-owned enterprise established in the PRC
“CNPGC Group”	CNPGC and its subsidiaries
“Company”	China Traditional Chinese Medicine Holdings Co. Limited 中國中藥控股有限公司, a company incorporated in Hong Kong with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange (stock code: 570)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened to consider and, if thought fit, approve the Agreements and the transactions contemplated thereunder including the Annual Caps
“Existing Master Purchase Agreement”	the existing master purchase agreement dated 11 December 2013 entered into between the Company and CNPGC in respect of the purchase of the Materials by the Group from the CNPGC Group
“Existing Master Supply Agreement”	the existing master supply agreement dated 11 December 2013 entered into between the Company and CNPGC in respect of the sale of the Products by the Group to the CNPGC Group
“Group”	the Company and its subsidiaries

“Hercules”	Hercules Capital Limited, a corporation licensed to carry out Type 6 (advising on corporate finance) regulated activity as defined under the SFO, and the independent financial adviser appointed by the Independent Board Committee to advise the Independent Board Committee and the Independent Shareholders in relation to the terms of the Agreements (including the Annual Caps) and the transactions contemplated under the respective Agreements
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Board Committee”	an independent committee of the Board comprising Mr. Zhou Bajun, Mr. Xie Rong and Mr. Lo Wing Yat, all being independent non-executive Directors, established for the purpose of giving a recommendation to the Independent Shareholders on the Agreements (including the Annual Caps) and the transactions contemplated under the respective Agreements
“Independent Shareholders”	the Shareholders other than CNPGC and its associates
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Materials”	the TCM materials purchased by the Group from the CNPGC Group
“New Master Purchase Agreement”	the master purchase agreement dated 18 November 2016 entered into between the Company and CNPGC in respect of the Purchases
“New Master Supply Agreement”	the master supply agreement dated 18 November 2016 entered into between the Company and CNPGC in respect of the Sales
“PRC”	the People’s Republic of China, which for the purpose of this announcement excludes Hong Kong, Macau Special Administrative Region and Taiwan
“Products”	various pharmaceutical products manufactured and supplied by the Group to the CNPGC Group
“Purchases”	the purchases of the Materials contemplated under the New Master Purchase Agreement
“Sales”	the sales of the Products contemplated under the New Master Supply Agreement
“SFO”	the Securities and Futures Ordinance (Cap. 571 of the laws of Hong Kong)

“Share(s)”	the ordinary share(s) in the share capital of the Company
“Shareholder(s)”	the holder(s) of the issued Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“TCM”	traditional Chinese medicine
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“RMB”	Renminbi, the lawful currency of the PRC
“%”	per cent.

Unless the context requires otherwise, amounts denominated in RMB have been converted into HK\$ at an exchange rate of RMB1: HK\$1.13 for the purpose of illustration only. No representation is made that any amount in HK\$ or RMB could have been or could be converted at the relevant dates at the above rate or at any other rates or at all.

By order of the Board
China Traditional Chinese Medicine Holdings Co. Limited
WU Xian
Chairman

Hong Kong, 20 November 2016

As at the date of this announcement, the Board comprises twelve Directors, of which Mr. WU Xian, Mr. YANG Bin and Mr. WANG Xiaochun are executive Directors; Mr. LIU Cunzhou, Mr. DONG Zenghe, Mr. ZHAO Dongji, Ms. HUANG He and Ms. TANG Hua are non-executive Directors; and Mr. ZHOU Bajun, Mr. XIE Rong, Mr. YU Tze Shan Hailson and Mr. LO Wing Yat are independent non-executive Directors.

* *For identification purpose only*