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## **CSPC PHARMACEUTICAL GROUP LIMITED**

### **石藥集團有限公司**

*(formerly known as China Pharmaceutical Group Limited 中國製藥集團有限公司)*

*(Incorporated in Hong Kong under the Companies Ordinance)*

**(Stock code: 1093)**

### **GRANT OF OPTIONS**

The Board announces that on 17 April 2013, Options to subscribe for a total of 150,000,000 new Shares were granted under the Share Option Scheme.

The Board announces that the Company has granted, pending the acceptance of the respective grantees, Options to subscribe for a total of 150,000,000 new Shares, to certain eligible participants under the Share Option Scheme.

Brief details of the Options are as follows:

Date of grant	: 17 April 2013
Total number of Shares comprised	: 150,000,000 new Shares, representing approximately 5.50% of all Shares in issue on the date of grant
Exercise price per Share	: Each Option shall entitle the holder thereof to subscribe for the number of new Shares stated in the terms of grant at HK\$3.98 per Share
Closing price per Share on the date of grant	: HK\$3.98
The average closing price per Share for the five business days immediately preceding the date of grant	: HK\$3.878

Validity (exercisable) period : From the date of acceptance of the respective offer of the Options, subject to the vesting and/or exercise conditions of the Options (if any) under the terms of grant, up to a date falling on the expiry of 10 years following the date of grant

Among which, Options were granted to the following Directors, as set out below:

<b>Name</b>	<b>Position in the Company</b>	<b>Number of Shares comprised in the respective Option granted</b>
Mr. Cai	Executive Director ( <i>Chairman and CEO</i> )	80,000,000
WANG Huaiyu	Executive Director	15,000,000
PAN Weidong	Executive Director	10,000,000
LU Jianmin	Executive Director	10,000,000
FENG Zhenying	Executive Director	3,000,000
WANG Zhenguo	Executive Director	3,000,000
CHAK Kin Man	Executive Director	3,000,000

The grant of Options to the above Directors was approved by the independent non-executive Directors. As the total number of Shares issued and to be issued upon exercise of the Option granted to Mr. Cai would in a 12-month period exceed 1% of the Shares in issue, the grant of Option to and acceptance thereof by Mr. Cai is conditional upon the approval by the shareholders of the Company in general meeting with Mr. Cai and his associate, if any, abstaining from voting and such grant shall not take effect or be exercisable until such approval is obtained. A relevant resolution will be proposed at an extraordinary general meeting to be convened by the Company. A circular will be issued to the shareholders of the Company in this regard as soon as practicable.

## **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following terms shall have the following respective meaning:

“associate”	has the same meaning as ascribed thereto under Rule 1.01 of the Listing Rules
“Board”	the board of Directors
“Company”	CSPC Pharmaceutical Group Limited 石藥集團有限公司, formerly known as China Pharmaceutical Group Limited 中國製藥集團有限公司, a company incorporated in Hong Kong with limited liability, the Shares of which are listed on the Stock Exchange
“Directors”	the directors of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

“Mr. Cai”	CAI Dongchen (蔡東晨), the Chairman of the Board and chief executive officer (CEO) of the Company
“Options”	options to subscribe for Shares pursuant to the terms of the Share Option Scheme
“Share Option Scheme”	the share option scheme adopted by the Company on 6 July 2004
“Shares”	share(s) of HK\$0.10 each in the capital of the Company
“Stock Exchange”	the Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong Dollars, the lawful currency of Hong Kong

By order of the Board  
**CAI Dongchen**  
*Chairman*

Hong Kong, 18 April 2013

*As at the date of this announcement, the Board comprises Mr. CAI Dongchen, Mr. FENG Zhenying, Mr. CHAK Kin Man, Mr. PAN Weidong, Mr. ZHAO John Huan, Mr. WANG Shunlong, Mr. WANG Huaiyu, Mr. LU Jianmin and Mr. WANG Zhenguo as executive directors; Mr. LEE Ka Sze, Carmelo as non-executive director; and Mr. HUO Zhenxing, Mr. QI Moujia, Mr. GUO Shichang, Mr. CHAN Siu Keung, Leonard, Mr. WANG Bo and Mr. ZHANG Fawang as independent non-executive directors.*