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(Incorporated in Hong Kong with limited liability)
(Stock Code: 570)

POSITIVE PROFIT ALERT

This announcement is made by Winteam Pharmaceutical Group Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board (the “**Board**”) of directors of the Company (the “**Directors**”) wishes to inform shareholders of the Company (the “**Shareholders**”) and potential investors that based on the preliminary assessment by the Group’s management of the unaudited management accounts of the Group for the ten months ended 31 October 2012, the Group is expected to record a significant increase in net profit for the year ending 31 December 2012 (the “**Current Year**”) as compared to that of the previous year ended 31 December 2011 (the “**Statement**”). Based on information currently available, the profit increase is expected to be mainly attributable to (i) the steady growth in sales of the Group; (ii) effective cost control over sales and marketing expenses through the continuous integration of end-market sales resources; and (iii) the decrease in cost of raw materials as a result of the decline in price of Chinese herbal materials commonly used by the Group. The information contained herein is only based on the preliminary assessment by the Group’s management of the unaudited management accounts of the Group for the ten months ended 31 October 2012 and information currently available, which have not been audited or reviewed by the auditors of the Company. It is expected that the audited results of the Group for the Current Year will be announced on or before 31 March 2013.

Given that China National Pharmaceutical Group Corporation, Sinopharm Group Hongkong Co., Limited (the “**Offeror**”) and the Company has jointly issued an announcement dated 31 August 2012 regarding a possible change in control of the Company and a possible voluntary general offer (the “**Offer**”) to be made by the Offeror, the Statement is regarded as a profit forecast under Rule 10 of the Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”) and the Company is required to comply with the reporting requirement set out in Rule 10.4 of the Takeovers Code with respect of the Statement, which has to be reported on by the auditors, consultant accountants and financial adviser of the Company.

Shareholders and potential investors should note that the Statement has not been reported on and this announcement does not meet the standard required by Rule 10 of the Takeovers Code. The Statement will be reported on in compliance with the requirements of the Takeovers Code as soon as practicable and the relevant reports will be contained in the composite offer and response document to be issued by the Offeror and the Company in respect of the Offer. Shareholders and potential investors should exercise caution in placing reliance on this announcement in assessing the merits and demerits of the Offer, and are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Winteam Pharmaceutical Group Limited
Xu Tiefeng
Chairman

Hong Kong, 28 November 2012

As at the date of this announcement, the Board comprises eight Directors, of which Mr. XU Tiefeng, Mr. YANG Bin and Mr. SITU Min are executive Directors; Mr. Du Richeng is a non-executive Director; and Mr. LO Wing Yat, Mr. PANG Fu Keung, Mr. WANG Bo and Mr. ZHANG Jianhui are independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement contained in this announcement misleading.