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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)**

**APPOINTMENT OF JOINT COMPANY SECRETARY**  
**AND**  
**WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28**  
**AND 8.17 OF THE LISTING RULES**

**APPOINTMENT OF JOINT COMPANY SECRETARY**

Reference is made to the announcement of the China Traditional Chinese Medicine Holdings Co. Limited (the “**Company**”) dated 20 October 2016 (the “**Announcement**”) in relation to, among others, the appointment of Ms. LEUNG Suet Lun (“**Ms. LEUNG**”) as the company secretary of the Company.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that Mr. ZHAO Dongji (“**Mr. ZHAO**”) has been appointed as a joint company secretary of the Company (the “**Joint Company Secretary**”, and together with Ms. LEUNG, the “**Joint Company Secretaries**”) with effect from 21 July 2017. The existing remuneration of Mr. ZHAO is not changed due to this appointment.

The biography of Mr. ZHAO is as below:

Mr. ZHAO, aged 49, was appointed as non-executive Director on 5 February 2013. He has been re-designated as executive Director and appointed as vice-president of the Company with effect from 5 June 2017. Mr. ZHAO obtained a bachelor’s degree in engineering from Harbin Institute of Technology in 1989, and also obtained a master’s degree in business administration from Harbin Institute of Technology in 2004. Mr. ZHAO has over 26 years of related working experience, including over 15 years of management experience in pharmaceutical and health products industry. Mr. ZHAO acted as the deputy head and head of Enterprise Management Department, head of Asset Management Department and Legal Department of Harbin Pharmaceutical Group Co., Ltd. from 2000 to 2011. He also acted as a director of Harbin Pharm Group Sanjing Pharmaceutical Shareholding Co., Ltd (a company listed on the Shanghai Stock Exchange) from June 2004 to February 2011. Mr. ZHAO has served as the manager of Investment

Management Department of China National Traditional Chinese Medicine Corporation (formerly named as China National Corp. of Traditional & Herbal Medicine) since 2011. Mr. ZHAO is the deputy general manager of China National Traditional Chinese Medicine Corporation since November 2014.

## **WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

Pursuant to Rule 8.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”), a listed issuer must appoint a company secretary who meets the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Mr. ZHAO does not currently possess the qualifications of company secretary as required under Rules 3.28 and 8.17 of the Listing Rules. However, Mr. ZHAO has a thorough understanding of and extensive experience in dealing with the operations and business of the Company. In this regard, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for a period of three years from the date of Mr. ZHAO’s appointment as a Joint Company Secretary (the “**Waiver Period**”), on the conditions that: (i) Mr. ZHAO will be assisted by Ms. LEUNG, the other Joint Company Secretary who possesses the relevant professional qualifications of company secretary required under Rules 3.28 and 8.17 of the Listing Rules, during the Waiver Period; (ii) the Company shall notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that, after the end of the Waiver Period, the Company will be able to demonstrate that Mr. ZHAO can satisfy Rule 3.28 of the Listing Rules, having had the benefit of Ms. LEUNG’s assistance such that a further waiver will not be necessary; and (iii) the Company will announce the details of such waiver, including its reasons and conditions.

The Board would like to take this opportunity to congratulate Mr. ZHAO on his new appointment.

By order of the Board

**China Traditional Chinese Medicine Holdings Co. Limited**

**Wu Xian**

*Chairman*

Hong Kong, 24 July 2017

*As at the date of this announcement, the board of directors comprises eleven directors, of which Mr. WU Xian, Mr. WANG Xiaochun Mr. ZHAO Dongji and Ms. HUANG He, are executive directors; Mr. LIU Cunzhou, Mr. DONG Zenghe, 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.*