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Tong Ren Tang Technologies Co., Ltd. 北京同仁堂科技發展股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability) (Stock code: 8069)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 25 JUNE 2009 AND CHANGE OF DIRECTORS AND SUPERVISORS AND FINAL DIVIDEND

The annual general meeting ("AGM") of Tong Ren Tang Technologies Co., Ltd. (the "Company") was held at No. 52 Dong Xing Long Street, Chong Wen District, Beijing, the People's Republic of China (the "PRC") on 25 June 2009.

POLL RESULTS OF AGM

The board of directors ("Directors") of the Company (the "Board") is pleased to announce that all the resolutions as set out in the notice of the AGM of the Company dated 13 May 2009 (the "AGM Notice") were duly passed by way of voting by poll. The poll results of the respective resolutions are as follows:

ORDINARY RESOLUTIONS	No. of votes (%)	
	FOR	AGAINST
1. To approve the audited consolidated financial statements of the Company and the Report of the Directors and the Auditors for the year ended 31 December 2008;	125,611,000 (100%)	0 (0%)
2. To approve the Report of the Supervisory Committee for the year ended31 December 2008;	125,611,000 (100%)	0 (0%)
3. To approve the profit distribution proposal of the Company for the year ended 31 December 2008;	125,611,000 (100%)	0 (0%)
4. To approve the re-election of Mr. Mei Qun as an executive director for a term to the end of the fourth session of the Board;	122,480,000 (97.51%)	3,131,000 (2.49%)

ORDINARY RESOLUTIONS	No. of votes (%)	
	FOR	AGAINST
5. To approve the re-election of Ms. Ding Yong Ling as an executive director for a term to the end of the fourth session of the Board;	125,611,000 (100%)	0 (0%)
6. To approve the re-election of Mr. Yin Shun Hai as an executive director for a term to the end of the fourth session of the Board;	125,611,000 (100%)	0 (0%)
7. To approve the election of Mr. Wang Yu Wei as an executive director for a term to the end of the fourth session of the Board;	125,611,000 (100%)	0 (0%)
8. To approve the election of Ms. Fang Jia Zhi as an executive director for a term to the end of the fourth session of the Board;	125,611,000 (100%)	0 (0%)
9. To approve the election of Mr. Zhang Huan Ping as an executive director for a term to the end of the fourth session of the Board;	125,470,000 (99.89%)	141,000 (0.11%)
10. To approve the re-election of Miss. Tam Wai Chu, Maria as an independent non-executive director for a term to the end of the fourth session of the Board;	125,557,000 (99.96%)	54,000 (0.04%)
11. To approve the re-election of Mr. Ting Leung Huel, Stephen as an independent non-executive director for a term to the end of the fourth session of the Board;	125,557,000 (99.96%)	54,000 (0.04%)
12. To approve the re-election of Mr. Jin Shi Yuan as an independent non-executive director for a term to the end of the fourth session of the Board;	125,611,000 (100%)	0 (0%)
13. To approve the re-election of Mr. Zhang Xi Jie as a supervisor for a term to the end of the fourth session of Supervisory committee;	125,611,000 (100%)	0 (0%)
14. To approve the re-election of Mr. Wu Yi Gang as a supervisor for a term to the end of the fourth session of Supervisory committee;	125,611,000 (100%)	0 (0%)
15. To authorize the board of directors of the Company to fix the remuneration of Directors and Supervisors;	125,611,000 (100%)	0 (0%)
16. To re-appoint PricewaterhouseCoopers as the auditors of the Company for the year 2009 and to authorize the board of directors of the Company to fix their remuneration;	125,611,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of the above resolutions, the above resolutions were all duly passed as ordinary resolutions.

SPECIAL RESOLUTION	No. of votes (%)	
	FOR	AGAINST
17. To approve the amendments of Articles of Association.	125,611,000	0
	(100%)	(0%)
As more than two-thirds of the votes were cast in favour of the above resolution.	ution, the resolut	tion was duly

Remarks:

(a) The total number of shares of the Company ("Shares") in issue: 196,000,000 Shares (including 87,320,000 H Shares and 108,680,000 Domestic Shares.

(b) The total number of Shares entitling the holder to attend and vote for or against the resolutions at the AGM: 196,000,000 Shares.

(c) The total number of Shares entitling the holder to attend and vote only against the resolutions at the AGM: Nil.

(d) None of the shareholders of the Company (the "Shareholders") has stated their intention in the Company's circular dated 13 May 2009 to vote against any of the resolutions at the AGM.

(e) None of the Shareholders is required to abstain from voting on any of the resolutions at the AGM.

(f) The total number of Shares held by the holders or their proxies who have attended the AGM and are entitled to vote is 125,611,000 Shares, representing approximately 64.09% of the total issued Shares.

(g) Hong Kong Registrars Limited, the H Share registrar and transfer office of the Company, was appointed as scrutineer for the vote-taking at the AGM.

CHANGE OF DIRECTORS AND SUPERVISORS

The Company is pleased to announce that, Mr. Yin Shun Hai, Mr. Mei Qun, Ms. Ding Yong Ling, Mr. Wang Yu Wei, Ms. Fang Jia Zhi and Mr. Zhang Huan Ping, were elected and re-elected as executive Directors for the Fourth Session of the Board; Miss. Tam Wai Chu, Maria, Mr. Ting Leung Huel, Stephen and Mr. Jin Shi Yuan were re-elected as independent non-executive Directors for the Fourth Session of the Board; Mr. Zhang Xi Jie and Mr. Wu Yi Gang were re-elected as the supervisors for the Fourth Session of Supervisory Committee of the Company (the "Supervisors"), after approval by the Shareholders at the AGM. Ms. Wang Yan Rong was the supervisor representing the labour for the Fourth Session of Supervisory Committee. The new session of the Board. The new session of the Supervisory Committee appointed Mr. Zhang Xi Jie as the chairman of the Supervisory Committee. The term of the new session of the Board and Supervisory Committee will last for three years commencing from the conclusion of AGM to the date of the annual general meeting to be convened in 2012.

Mr. Yin Shun Hai, Mr. Mei Qun, Ms. Ding Yong Ling, Mr. Wang Yu Wei, Ms. Fang Jia Zhi and Mr. Zhang Huan Ping as executive Directors, and Mr. Zhang Xi Jie and Ms. Wang Yan Rong as Supervisors will not receive any Directors' or Supervisors' fee. As additional management positions are assumed by Mr. Wang Yu Wei, Ms. Fang Jia Zhi, Mr. Zhang Huan Ping (executive Directors) and Ms. Wang Yan Rong (Supervisor), they will receive remuneration for holding these management positions in the Company and the subsidiary (the "Group") and the specific amount of remuneration for holding these management positions shall be determined by the Board as recommended by the Remuneration Committee of the Company, with reference to the remuneration scheme, market terms, their respective positions and duties, their performance and the

performance of the Company in the year. The Company will disclose the details of the amount of the actual remuneration received by these executive Directors and Supervisor for the year 2009 in its annual report for 2009. Miss. Tam Wai Chu, Maria, Mr. Ting Leung Huel, Stephen and Mr. Jin Shi Yuan as independent non-executive Directors will receive an annual Director's fees of Hong Kong Dollars ("HKD") 180,000, HKD 180,000, Renminbi ("RMB") 48,000 respectively and Mr. Wu Yi Gang as a Supervisor will receive an annual Supervisor's fee of RMB 48,000.

In accordance with the articles of association of the Company, the terms of appointment of each of Mr. Kuang Gui Shen and Mr. Wang Quan (Directors of the Third Session of the Board) and Ms. Liu Gui Rong (Supervisor of the Third Session of the Supervisory Committee), expired at the AGM, and they did not offer themselves for the re-election at the AGM. The retiring Directors and Supervisor therefore ceased to be the Directors and Supervisor immediately after the conclusion of the AGM. The retiring Directors and Supervisor confirm that there is no disagreement between them and the Company and there is no matter in relation to their retirements that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to thank all members of the Third Session of the Board and of the Supervisory Committee especially Mr. Kuang Gui Shen, Mr. Wang Quan and Ms. Liu Gui Rong for their valuable contribution to the Company during the tenure of their services and to welcome Mr. Wang Yu Wei, Ms. Fang Jia Zhi and Mr. Zhang Huan Ping to join the Board as executive Directors and Ms. Wang Yan Rong to join the Supervisory Committee as a Supervisor representing the labour.

The particulars of the re-elected Directors and Supervisors have been disclosed in the circular of the Company dated 13 May 2009. The particulars of the newly appointed Directors and Supervisor are set out below:

Executive Directors

Mr. Wang Yu Wei, aged 42, is a senior engineer with a postgraduate qualification. He formerly served as the deputy officer of the new technology development centre and the deputy factory manager of Factory 2 of Beijing TRT Pharma, the assistant to the general manager and the deputy general manager of the Company. He is currently the general manager of the Company, the director of Beijing Tong Ren Tang Chinese Medicine Company Limited and the chairman of Beijing Tong Ren Tang Nansanhuan Zhonglu Drugstore Co., Limited. He is also a delegate to the Fengtai District's 14th NPC of Beijing.

Ms. Fang Jia Zhi, aged 43, is a senior auditor with a university qualification. She formerly served as the deputy head and head of audit department of Tongrentang Holdings, the deputy chief accountant of the Company. She is currently the chief accountant of the Company, the director of Beijing Tong Ren Tang Yanbian Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Anhui Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Zhejiang Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Hebei Chinese Medicinal Raw Materials Technologies Co., Limited, Beijing Tong Ren Tang Hubei Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Hubei Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Hubei Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Hubei Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Hubei Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Hubei Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Hubei Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Hubei Chinese Medicinal Raw Materials Co., Limited, Beijing Tong Ren Tang Tong Ren Tang Tong Ren Tang Nanyang Shanzhuyu Co., Limited, Beijing Tong Ren Tang Tong Ren Tang Tong Ren Tang WM Dianorm Biotech Co., Limited.

Mr. Zhang Huan Ping, aged 49, is a Pharmacist-in-charge with a bachelor's degree. He served as the cadre

of human resources department of Tongrentang Holdings, deputy secretary to the Party Committee and the union president of Tongrentang Holdings' Supplier Station, the deputy factory manager of Tongrentang Holdings's Pieces Factory and Beijing Chinese Pharmaceuticals Factory 2, the deputy factory manager of Tongrentang Ltd's Medicinal Liquor Factory. He is currently the deputy general manager of Beijing Tong Ren Tang Chinese Medicine Company Limited.

Supervisor

Ms. Wang Yan Rong, aged 48, is an economist with a bachelor's degree. She served as the section officer of human resources department and Administrative Office, deputy department head and department head of Manager Office of Tongrentang Holdings. She is currently the deputy secretary to the Party Committee, the secretary to the Disciplinary Committee and the Chairman of the labour committee of the Company.

The remuneration for the Directors and the Supervisors of the new session of the Board and the Supervisory Committee has been disclosed above. Save as disclosed in this announcement, none of the above newly elected Directors and Supervisor has held any other directorships in any listed public companies, in Hong Kong or overseas, in the last three years or has held any other positions within the Group. Furthermore, none of the above newly elected Directors and Supervisor has any relationship with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company. Save as disclosed above, as at the date of this announcement, none of them has any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, there are no other matters relating to the appointment of the above Directors and Supervisor that need to be brought to the attention of the Shareholders nor is there any information to be disclosed pursuant to any of the requirements of Rules 17.50(2)(g)-(v) of The Rules Governing the Listing of Securities on the Growth Enterprises Market of The Stock Exchange of Hong Kong Limited.

FINAL DIVIDEND

As approved by the Shareholders at the AGM, the Company will distribute a final dividend of RMB0.40 (equivalent to HKD0.453713) (including applicable tax) per Share for the year ended 31 December 2008. The final dividend will be paid to Shareholders whose names appeared on the register of Shareholders on 25 June 2009. Dividend payable to the holders of H Shares ("H Shareholders") will be paid in HKD. The relevant exchange rate between RMB and HKD shall be calculated with reference to the average middle exchange rates of HKD as published by the People's Bank of China for the five trading days prior to the date of the AGM (RMB0.881614 equivalent to HKD1.00).

In accordance with the "Corporate Income Tax Law of the People's Republic of China" and the "Regulations for Implementation of the Corporate Income Tax Law of the People's Republic of China", both came into effect on 1 January 2008, any Chinese domestic enterprise which pays dividend for the accounting period starting from 1 January 2008 to a non-resident corporate shareholder shall withhold corporate income tax of 10% for and on behalf of such shareholder.

In order to ensure full compliance with the regulations while handling withholding and collection of tax on dividends paid to non-resident corporate shareholders, the Company is required to withhold corporate income tax at the rate of 10% before distributing the final dividend to Shareholders whose names appear on the H Share register of members of the Company as non-individual Shareholders, including HKSCC Nominees Limited, other corporate nominees, trustees or other groups and organizations will be treated as non-resident corporate Shareholders. The individual income tax will not be withheld or deducted from any natural person Shareholders whose names appear on the Company's H Share register of members.

The Company will appoint Bank of China (Hong Kong) Trustees Ltd. as payment agent who will pay the final dividend net of the applicable tax to H Shareholders on or before 31 August 2009. Relevant cheques will be despatched on or before that day to the holders of H Shares entitled to receive such dividend by ordinary post and at their own risk.

By order of the Board **Tong Ren Tang Technologies Co., Ltd. Mei Qun** *Chairman*

Beijing, the PRC, 25 June 2009

As at the date hereof, the executive directors of the Company are Mr.Yin Shun Hai, Mr. Mei Qun, Ms Ding Yong Ling, Mr. Wang Yu Wei, Ms Fang Jia Zhi and Mr. Zhang Huan Ping, the independent non-executive directors of the Company are Miss. Tam Wai Chu, Maria, Mr. Ting Leung Huel, Stephen and Mr. Jin Shi Yuan.

This announcement, for which the directors of Tong Ren Tang Technologies Co., Ltd. collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to Tong Ren Tang Technologies Co., Ltd.. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the GEM website at <u>http://www.hkgem.com</u> on the "Latest Company Announcements" for at least 7 days from the day of its posting and the Company's website at <u>http://www.tongrentangkj.com</u>.