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## **LONGLIFE GROUP HOLDINGS LIMITED**

**朗力福集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8037)**

### **VOLUNTARY ANNOUNCEMENT: FRAMEWORK AGREEMENT IN RELATION TO PROPOSED INVESTMENT IN GUIZHOU, THE PEOPLE'S REPUBLIC OF CHINA**

This is a voluntary announcement made by Longlife Group Holdings Limited (“**Company**”, which together with its subsidiaries, the “**Group**”).

The board (“**Board**”) of directors (“**Directors**”) of the Company is pleased to announce that on 15 May 2013, the Company entered into a cooperation framework agreement (“**Cooperation Framework Agreement**”) with 貴州紅花崗區經濟開發區管委會 (in English, for identification purpose, Guizhou Hong Hua Gang District Economic Development District Management Committee) (“**Committee**”) in relation to the cooperation in investment and construction of a pharmaceutical factory in the Hong Hua Gang Economic Development District (“**District**”), Guizhou Province, the People’s Republic of China.

To the best of the Directors’ knowledge, information and belief and having made all reasonable enquiries, the Committee is a governmental department and is a third party independent of and not connected with the Company and its connected persons (as defined in the Rules (“**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited).

Pursuant to the Cooperation Framework Agreement, it is contemplated that, with the assistance of the Committee, the Company will acquire a parcel of land, through auction, in the Pharmaceutical Health Industrial Park (“**Park**”) of the District for constructing a pharmaceutical factory for the manufacture of, among other products, pharmaceutical and health care products (“**Hong Hua Gang Project**”). The Committee will provide subsidy, incentive and associated assistance to the Company.

Depending on the size of the land to be acquired by the Group, such acquisition may constitute a notifiable transaction of the Company under the GEM Listing Rules. The Company will make further announcement in compliance with the GEM Listing Rules as and when appropriate.

It is expected that the Company will invest approximately RMB2 million per mu for the Hong Hua Gang Project.

Pursuant to the Cooperation Framework Agreement, the Company shall pursue the registration of certain 苗藥 (in English, “miao medicines”) and the obtaining of the manufacturing licences for such medicines. It is expected that the Committee will provide assistance for such registration. The Cooperation Framework Agreement shall lapse if the said registration cannot be completed. Upon the said registration, the manufacture of the miao medicines can only take place in the District.

The Board wishes to emphasize that the Cooperation Framework Agreement only sets out the preliminary cooperation intention of the Company and the Committee, which does not constitute substantive rights and obligations of any parties thereto. The transactions contemplated under the Cooperation Framework Agreement may or may not proceed.

Further announcement(s) in relation to the proposed transaction for the Hong Hua Gang Project, if such constitutes notifiable transactions under the GEM Listing Rules, will be made by the Company as and when appropriate in compliance with the GEM Listing Rules.

**Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.**

On behalf of the Board  
**Longlife Group Holdings Limited**  
**CHEUNG Hung**  
*Chairman*

Hong Kong, 15 May 2013

*As of the date of this announcement, the executive Directors are Mr. CHEUNG Hung (Chairman), Mr. WANG Zhixin and Mr. LEUNG Pak Hou Anson; and the independent non-executive Directors are Mr. SHAM Chi Keung, William, Mr. YEUNG Chi Tit and Mr. KWOK Shun Tim.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its publication and on the website of the Company at [www.longlife.com.hk](http://www.longlife.com.hk).*