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New Ray Medicine
新銳醫藥

New Ray Medicine International Holding Limited

新銳醫藥國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8180)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 13 FEBRUARY 2015 AND INCREASE IN AUTHORISED SHARE CAPITAL

RESULTS OF THE SGM

At the SGM, Resolution No.1 was duly passed as an ordinary resolution of the Company by the Shareholders by way of poll.

However, Resolution No. 2 was voted down by the Independent Shareholders who voted against Resolution No. 2 by way of poll.

INCREASE IN AUTHORISED SHARE CAPITAL

As Resolution No. 1 was duly passed by the Shareholders at the SGM, the authorised share capital of the Company has been increased to HK\$20,000,000 divided into 2,000,000,000 Shares of HK\$0.01 each with effect from 13 February 2015.

Reference is made to (i) the circular of New Ray Medicine International Holding Limited (“**Company**”) dated 22 January 2015 (“**Circular**”) in relation to, among other matters, the proposed refreshment of the general mandate and the proposed increase in authorised share capital of the Company; and (ii) the notice of special general meeting of the Company (“**SGM**”) dated 22 January 2015 (“**Notice**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE SGM

At the SGM, the resolution in relation to the Increase in Authorised Share Capital (“**Resolution No.1**”) as set out in the Notice was duly passed as an ordinary resolution of the Company by the Shareholders by way of poll. However, the resolution in relation to the Refreshed General Mandate (“**Resolution No. 2**”, together with Resolution No.1, “**Resolutions**”) as set out in the Notice was voted down by the Independent Shareholders who voted against Resolution No. 2 by way of poll.

As at the date of the SGM, there were a total of 960,000,000 Shares in issue. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholder had a material interest in Resolution No.1 and was required to abstain from voting on Resolution No.1 in accordance with the GEM Listing Rules. As such, there were a total of 960,000,000 Shares, representing 100% issued share capital of the Company as at the date of the SGM, entitling the holders thereof to attend and vote on Resolution No.1.

As disclosed in the Circular, (i) Mr. Zhou Ling, being an executive Director and the chairman of the Board, was interested in 104,396,190 Shares as at the date of the SGM; (ii) Ms. Yang Fang, being an executive Director and the wife of Mr. Zhou Ling, was interested in 42,763,810 Shares as at the date of the SGM; and (iii) Mr. Dai Haidong, being an executive Director and the chief executive officer of the Company, was interested in 60,840,000 Shares as at the date of the SGM, were required to abstain and had abstained from voting on Resolution No.2. Accordingly, there were a total of 752,000,000 Shares, representing approximately 78.33% of the issued share capital of the Company as at the date of the SGM, entitling the Shareholders to attend and vote on Resolution No.2.

Save as disclosed above, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholder was required to abstain from voting on the Resolutions proposed at the SGM. None of the Shareholders was entitled to attend and abstain from voting in favour of the Resolutions proposed at the SGM according to Rule 17.42A of the GEM Listing Rules. Save as disclosed above, none of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolutions proposed at the SGM.

Full text of the Resolutions is set out in the Notice. The poll results for the Resolutions are as follows:

| Ordinary Resolutions | | Number of Shares (%) | |
|----------------------|---|---------------------------------|-------------------------------|
| | | For | Against |
| 1. | To increase the authorised share capital of the Company from HK\$10,000,000 divided into 1,000,000,000 ordinary shares of HK\$0.01 each (“Shares”) to HK\$20,000,000 divided into 2,000,000,000 Shares by the creation of an additional 1,000,000,000 Shares and to authorise the directors of the Company to do all such acts and execute all such document as they consider necessary, desirable or expedient for the implementation thereof. | 203,171,810 Shares (100%) | 0 Shares (0%) |
| 2. | To refresh the general mandate granted to the directors of the Company to allot, issue and deal with the unissued shares of the Company representing up to a maximum of 20% of the aggregate nominal amount of the share capital of the Company in issue. | 80,000 Shares (19.61%) | 328,000 Shares (80.39%) |

Note: The number of Shares and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders (in respect of Resolution No. 1) and the Independent Shareholders (in respect of Resolution No.2) who attended and voted at the SGM in person, by authorised corporate representative or by proxy.

As more than 50% of the votes were cast in favour of Resolution No. 1, Resolution No. 1 was duly passed by the Shareholders as an ordinary resolution of the Company at the SGM.

As more than 50% of the votes were cast against Resolution No. 2, Resolution No. 2 was voted down by the Independent Shareholders who voted against Resolution No. 2 by poll at the SGM.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the SGM.

INCREASE IN AUTHORISED SHARE CAPITAL

As Resolution No. 1 was duly passed by the Shareholders at the SGM, the authorised share capital of the Company has been increased to HK\$20,000,000 divided into 2,000,000,000 Shares of HK\$0.01 each with effect from 13 February 2015.

By Order of the Board
New Ray Medicine International Holding Limited
Lee Chik Yuet
Executive Director

Hong Kong, 13 February 2015

As at the date of this announcement, the executive Directors are Mr. Zhou Ling, Mr. Dai Haidong, Ms. Yang Fang and Mr. Lee Chik Yuet; and the independent non-executive Directors are Mr. Ho Hau Cheung, BBS, MH, Mr. Sung Hak Keung, Andy and Mr. Leung Chi Kin.

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 for at least 7 days from the date of its publication and on the website of the Company at www.newraymedicine.com.