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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**

The Board is pleased to announce that the Resolution was duly passed as an ordinary resolution of the Company by the Independent Shareholders by way of poll at the SGM held on 13 February 2015.

Reference is made to (i) the circular of New Ray Medicine International Holding Limited (“**Company**”) dated 27 January 2015 (“**Circular**”) in relation to the formation of a joint venture; and (ii) the notice of the special general meeting of the Company (“**SGM**”) dated 27 January 2015 (“**Notice**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the ordinary resolution (“**Resolution**”) as set out in the Notice was duly passed as an ordinary resolution of the Company by the Independent Shareholders by way of poll at the SGM.

As at the date of the SGM, there were a total of 960,000,000 Shares in issue. As disclosed in the Circular, Town Health Pharmaceutical, which was interested in 249,600,000 issued Shares, representing 26.00% of the total issued share capital of the Company as at the date of the SGM, was required to abstain from voting on the Resolution. As such, there were a total of 710,400,000 Shares, representing 74.00% of the issued share capital of the Company as at the date of the SGM, entitling the holders thereof to attend and vote on the Resolution.

Save as disclosed above, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholder had a material interest in the JV Agreement and was required to abstain from voting at the SGM in accordance with the GEM Listing Rules. None of the Shareholders was entitled to attend and abstain from voting in favour of the Resolution proposed at the SGM according to Rule 17.47A of the GEM Listing Rules. None of the Shareholders has stated in the Circular that he/she/it intended to vote against or would abstain from voting on the Resolution proposed at the SGM.

Full text of the Resolution was set out in the SGM Notice. The poll results for the Resolution are as follows:

Ordinary Resolution	Number of votes cast (%)	
	For	Against
To approve the JV Agreement and to authorise any one Director to do all such acts and things and execute all documents or make such arrangements as he/she may consider necessary or expedient for the purposes of giving effect to or in connection with the JV Agreement.	203,339,810 Shares (100%)	0 Shares (0%)

*Notes:*

1. The number of Shares and percentage of the voting as stated above are based on the total number of Shares held by the Independent Shareholders who attended and voted at the SGM in person, by authorised corporate representative or by proxy.
2. Town Health Pharmaceutical, which should abstain from voting on the Resolution at the SGM, mistakenly and accidentally voted in favour of the Resolution. Pursuant to the bye-laws of the Company, where any Shareholder is, under the GEM Listing Rules, required to abstain from voting on any particular resolution of the Company, any votes cast by or on behalf of such Shareholder in contravention of such requirement or restriction shall not be counted. As such, the votes cast by Town Health Pharmaceutical representing 249,600,000 Shares in favour of the Resolution have not been counted.
3. The above table excludes the votes cast by Town Health Pharmaceutical representing 249,600,000 Shares in favour of the Resolution.

As over 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution of the Company by the Independent Shareholders without modification 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.

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](http://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](http://www.newraymedicine.com).*