

The Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



BEIJING TONG REN TANG CHINESE MEDICINE COMPANY LIMITED

北京同仁堂國藥有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 8138)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING
HELD ON 6 JANUARY 2017**

The board of directors (the "**Board**") of Beijing Tong Ren Tang Chinese Medicine Company Limited (the "**Company**") is pleased to announce that the extraordinary general meeting (the "**EGM**") was held at 10:30 a.m. on Friday, 6 January 2017 at Room 1405-1409, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong and the proposed resolution set out in the notice of the EGM dated 19 December 2016 was duly passed at the EGM.

As at the date of the EGM, there were 837,100,000 shares (the "**Shares**") of the Company in issue. China Beijing Tong Ren Tang (Holdings) Corporation ("**Tong Ren Tang Holdings**"), who directly and indirectly, held 600,000,000 Shares (representing approximately 71.67% of the issued share capital of the Company) and was a connected person of the Company under the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**"), has a material interest in the proposed transactions under the resolution considered at the EGM and therefore Tong Ren Tang Holdings and its associates have abstained from voting at the EGM.

Save as disclosed above, as at the date of the EGM, no shareholders was required to abstain from voting on the resolution proposed at the EGM, and there was no Share entitling the holders to attend and vote only against the resolution proposed at the EGM. Accordingly, a total of 237,100,000 Shares was the total number of Shares entitling the holders to attend and vote for or against the resolution proposed at the EGM. The shareholders of the Company and authorized proxies holding an aggregate of 31,362,271 Shares carrying voting rights voted at the EGM.

The poll results are as follows:

As Ordinary Resolution	Number of votes cast (percentage of total number of votes cast, %)	
	For	Against
To consider and, if thought fit, to approve the distribution framework agreement (the “ PRC Distribution Framework Agreement ”) entered into between the Company and China Beijing Tong Ren Tang (Holdings) Corporation dated 14 December 2016, and the new annual caps for the three years ending 31 December 2019 for the transactions contemplated thereunder are hereby approved, ratified and confirmed; and THAT any one director of the Company be and is hereby authorized to sign or execute such other documents or supplemental agreements or deeds on behalf of the Company and to do all such things and take all such actions as he may consider necessary or desirable for the purpose of giving effect to the terms of the PRC Distribution Framework Agreement and completing the transactions contemplated thereunder with such changes as he/she may consider necessary, desirable or expedient.	31,362,271 100.0%	0 0.0%

As more than 50% of the total valid voting rights held by attending shareholders and authorized proxies were cast in favour of the resolution, the proposed resolution as set out in the notice of the EGM was duly passed by way of poll as an ordinary resolution.

According to the requirements of the GEM Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's share registrar, acted as the scrutineer in respect of vote-taking at the EGM.

By order of the Board
Beijing Tong Ren Tang
Chinese Medicine Company Limited
Mei Qun
Chairman

Hong Kong, 6 January 2017

As at the date of this announcement, the Board comprises non-executive director, namely Mei Qun; the executive directors, namely Ding Yong Ling, Zhang Huan Ping and Lin Man; and the independent non-executive directors, namely Leung, Oi Sie Elsie, Chan Ngai Chi and Zhao Zhong Zhen.

This announcement, for which the directors of the Company 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 of the Company, 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 or deceptive; and (2) 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 Announcement” page of the GEM website (www.hkgem.com) for at least seven days from the date of its posting and on the Company’s website at (www.tongrentangcm.com).