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山東羅欣藥業集團股份有限公司  
SHANDONG LUOXIN PHARMACEUTICAL GROUP STOCK CO., LTD.\*

(a joint stock limited company established in the People's Republic of China with limited liability)

(Stock code: 8058)



GIANT STAR GLOBAL (HK)  
LIMITED

(a company incorporated in  
Hong Kong with limited liability)



## JOINT ANNOUNCEMENT

### GRANT OF WAIVERS BY THE SFC

References are made to the composite offer and response document (the “**Composite Document**”) dated 11 April 2017 in relation to, among others, the voluntary conditional offer by Somerley Capital on behalf of the Joint Offerors for all the issued H Shares (other than those already owned, controlled or agreed to be acquired by the Joint Offerors and parties acting in concert with any of them who have undertaken not to accept the Offer). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Composite Document.

The Joint Offerors, GL Instrument and the Company are pleased to inform the Shareholders that the Executive has granted the waivers from the strict compliance with (1) the requirements under Rule 2.2(c) of the Takeovers Code on the basis that no right of compulsory acquisition is available to the Joint Offerors under the laws of the PRC and the articles of association of the Company and (2) the requirements under Rule 14 of the Takeovers Code such that no comparable offer for Domestic Shares is required to be made to the Domestic Shareholders.

\* for identification purposes only

**The Offer is subject to a number of conditions as set out in the Composite Document. The Offer may or may not become unconditional, and may or may not complete. Shareholders and/or potential investors should therefore exercise caution when dealing in the shares of the Company, and if they are in any doubt, they should consult their professional advisers.**

By order of the board of directors of  
**Giant Star Global (HK) Limited**  
**Liu Zhenteng**  
*Director*

By order of the Board of  
**Shandong Luoxin Pharmaceutical  
Group Stock Co., Ltd.\***  
**Han Fengsheng**  
*Executive Director*

By order of the board of directors of  
**Ally Bridge Flagship LX (HK) Limited**  
**Pang Andrew Chee On**  
*Director*

By order of the board of directors of  
**GL Capital Management  
GP II B.C. 4 Ltd.**  
as the general partner of  
**GL Instrument Investment L.P.**  
**Li Zhenfu**  
*Director*

The PRC, 18 April 2017

*As at the date of this joint announcement, the sole director of Giant Star HK is Mr. Liu Zhenteng.*

*The sole director of Giant Star HK accepts full responsibility for the accuracy of the information (other than that relating to the Group, GL Capital, and Ally Bridge Group) contained in this joint announcement and confirm, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than that expressed by the Directors, or the directors or general partners of GL Capital or Ally Bridge Group) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the general partner of GL Instrument Investment L.P. is GL Capital Management GP II B.C. 4 Ltd. and the sole director of GL Capital Management GP II B.C. 4 Ltd. is Mr. Li Zhenfu.*

*The sole director of GL Capital Management GP II B.C. 4 Ltd. accepts full responsibility for the accuracy of the information in connection with GL Capital contained in this joint announcement and confirm, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement by the director or general partner of GL Capital have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the sole director of Ally Bridge Flagship is Mr. Pang Andrew Chee On.*

*The sole director of Ally Bridge Flagship accepts full responsibility for the accuracy of the information in connection with Ally Bridge Group contained in this joint announcement and confirm, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement by the directors or general partners of Ally Bridge Group have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the Board comprises 10 Directors, of which Mr. Liu Baoqi (劉保起), Ms. Li Minghua (李明華), Mr. Han Fengsheng (韓風生), Mr. Chen Yu (陳雨) and Mr. Liu Zhenteng (劉振騰) are executive Directors; Mr. Liu Zhenhai (劉振海) is a non-executive Director; and Mr. Foo Tin Chung, Victor (傅天忠), Mr. Fu Hongzheng (付宏征), Prof. Du Guanhua (杜冠華) and Ms. Huang Huiwen (黃慧文) are independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information in connection with the Group contained in this joint announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement by the Directors have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*This joint announcement will remain on the “Latest Company Announcements” page of the Growth Enterprise Market website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from its date of publication and on the Company’s designated website at: <http://shandongluoxin.quamir.com>.*

*\* for identification purposes only*