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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 1 DECEMBER 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 2:00 p.m. on Friday, 1 December 2017 at Room 1405-1409, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong and the proposed ordinary resolutions set out in the notice of the EGM dated 15 November 2017 were 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 Group Co., Ltd. (“**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 resolutions considered at the EGM and therefore Tong Ren Tang Holdings and its associates, interested in an aggregate of 600,000,000 Shares (representing approximately 71.67% of the issued share capital of the Company), have abstained from voting at the EGM.

Save as disclosed above, as at the date of the EGM, no shareholder was required to abstain from voting on the resolutions proposed at the EGM, and there was no Share entitling the holders to attend and vote only against the resolutions 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 resolutions proposed at the EGM. The shareholders of the Company and authorized proxies holding an aggregate of 55,379,791 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
<p>THAT, the exclusive distributorship framework agreement entered into by the Company with Tong Ren Tang Technologies Co. Ltd. on 8 November 2017 (the “TRT Tech Exclusive Distributorship Framework Agreement”), and the new annual caps for the three years ending 31 December 2020 for the continuing connected transactions of the Company contemplated under the TRT Tech Exclusive Distributorship Framework Agreement 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 TRT Tech Exclusive Distributorship Framework Agreement and completing the transactions contemplated thereunder with such changes as he may consider necessary, desirable or expedient.</p>	<p>55,379,791 100%</p>	<p>0 0%</p>
<p>THAT, the exclusive distributorship framework agreement entered into by the Company with Beijing Tong Ren Tang Company Limited on 8 November 2017 (the “TRT Ltd. Exclusive Distributorship Framework Agreement”), and the new annual caps for the three years ending 31 December 2020 for the continuing connected transactions of the Company contemplated under the TRT Ltd. Exclusive Distributorship Framework Agreement 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 TRT Ltd. Exclusive Distributorship Framework Agreement and completing the transactions contemplated thereunder with such changes as he may consider necessary, desirable or expedient.</p>	<p>55,379,791 100%</p>	<p>0 0%</p>

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

According to the requirements of GEM Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's share registrar, was appointed 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, 1 December 2017

As at the date of this announcement, the Board comprises the non-executive director, namely Mr. Mei Qun; the executive directors, namely Ms. Ding Yong Ling, Mr. Zhang Huan Ping and Ms. Lin Man; and the independent non-executive directors, namely Mr. Tsang Yok Sing, Jasper, Mr. Zhao Zhong Zhen and Mr. Chan Ngai Chi.

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, 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 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.