

*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)**

**PROPOSED TRANSFER OF LISTING  
FROM THE GROWTH ENTERPRISE MARKET  
TO THE MAIN BOARD OF  
THE STOCK EXCHANGE OF HONG KONG LIMITED**

The Board is pleased to announce that the Company has submitted a formal application to the Stock Exchange on 1 February 2018 (after trading hours) for the Proposed Transfer of Listing pursuant to Chapter 9A of the Main Board Listing Rules and the relevant provisions of the GEM Listing Rules. The Proposed Transfer of Listing will not involve the issue of any new Shares by the Company.

**There is no assurance that approval will be obtained from the Stock Exchange for the Proposed Transfer of Listing. Shareholders and potential investors should be aware that the Proposed Transfer of Listing is subject to, among others, the conditions of the Proposed Transfer of Listing set out in this announcement being fulfilled and thus the Proposed Transfer of Listing may or may not become effective. Accordingly, the Company may or may not proceed with the Proposed Transfer of Listing. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

This announcement is made by the Company pursuant to Rules 9.26 and 17.10(2)(a) of the GEM Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

**PROPOSED TRANSFER OF LISTING**

The Board is pleased to announce that the Company has submitted a formal application to the Stock Exchange on 1 February 2018 (after trading hours) for the Proposed Transfer of Listing pursuant to Chapter 9A of the Main Board Listing Rules and the relevant provisions of the GEM Listing Rules.

**REASONS FOR THE TRANSFER OF LISTING**

The Company has been listed on GEM since 7 May 2013. The principal activities of the Group are manufacturing, retail and wholesale of Chinese medicine products and healthcare products and provision of Chinese medical consultation and treatments.

The Board believes that the Proposed Transfer of Listing will enhance the trading liquidity of the Shares and promote the Group's corporate image. The Board also considers that the Proposed Transfer of Listing will be beneficial to the Group's future growth, financial flexibility and further business expansion, and allow the Company to gain a wider recognition among the public, institutional and retail investors.

As at the date of this announcement, the Board has no plans to change the nature of the business of the Group following the Proposed Transfer of Listing. The Proposed Transfer of Listing will not involve the issue of any new Shares by the Company.

## **CONDITIONS OF THE PROPOSED TRANSFER OF LISTING**

The Proposed Transfer of Listing is conditional upon, among other things:

- (i) the Stock Exchange granting approval for the listing of, and permission to deal in all Shares in issue on the Main Board; and
- (ii) all other relevant consents or approvals (if any) required or in connection with the implementation of the Proposed Transfer of Listing having been obtained, and the fulfillment of all conditions which may be attached to such consents or approvals (if any).

## **GENERAL**

The Board would like to emphasise that the definitive timetable for the Proposed Transfer of Listing has yet to be finalised. The Company will make further announcements in relation to the progress of the Proposed Transfer of Listing as and when appropriate.

**There is no assurance that approval will be obtained from the Stock Exchange for the Proposed Transfer of Listing. Shareholders and potential investors should be aware that the Proposed Transfer of Listing is subject to, among others, the conditions of the Proposed Transfer of Listing set out in this announcement being fulfilled and thus the Proposed Transfer of Listing may or may not become effective. Accordingly, the Company may or may not proceed with the Proposed Transfer of Listing. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

## **DEFINITIONS**

In this announcement, the following expressions have the following meanings unless the context requires otherwise:

“Board”	the board of Directors
“Company”	Beijing Tong Ren Tang Chinese Medicine Company Limited (北京同仁堂國藥有限公司), a company incorporated in Hong Kong with limited liability on 18 March 2004 and the Shares are currently listed on GEM
“Director(s)”	the director(s) of the Company
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	The Rules Governing the Listing of Securities on GEM (as amended from time to time)

“Group”	the Company and its subsidiaries (either directly owned or indirectly owned)
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Committee”	the listing committee of the Stock Exchange
“Main Board”	the stock market operated by the Stock Exchange, which exclude, the option market and which continues to be operated by the Stock Exchange in parallel with GEM and which, for avoidance of doubt, excludes GEM
“Main Board Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange (as amended from time to time)
“Proposed Transfer of Listing”	the proposed transfer of the listing of the Shares from GEM to the Main Board pursuant to Chapter 9A of the Main Board Listing Rules
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (as amended from time to time)
“Share(s)”	the shares of the Company
“Shareholder(s)”	the holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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

Hong Kong, 1 February 2018

*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 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 Announcement” page of the GEM website [www.hkgem.com](http://www.hkgem.com) for at least seven days from the date of its posting and on the Company’s website at [www.tongrentangcm.com](http://www.tongrentangcm.com).*