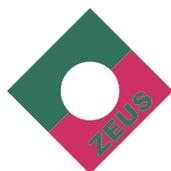


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Zhongzhi Pharmaceutical Holdings Limited

中智藥業控股有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 3737)

POLL RESULTS OF 2016 ANNUAL GENERAL MEETING

The Board is pleased to announce that all resolutions proposed at the AGM held on 13 May 2016 were duly passed by the Shareholders by way of poll at the AGM.

The board of directors (the “**Board**”) of Zhongzhi Pharmaceutical Holdings Limited (the “**Company**”) is pleased to announce that all the proposed resolutions as set out in the notice of annual general meeting of the Company dated 13 April 2016 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the annual general meeting of the Company held on 13 May 2016 (the “**AGM**”).

As at the date of the AGM, the total number of shares in the issued share capital of the Company was 800,000,000 shares. None of the Shareholders were required to abstain from voting at the AGM. Accordingly, there were a total of 800,000,000 shares, representing the entire issued share capital of the Company, entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM.

The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of votetaking.

The poll results in respect of all the resolutions at the AGM are set out as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		FOR	AGAINST
1.	To receive and approve the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2015	585,587,000 (100.00%)	0 (0.00%)
2.	(a) the declaration and payment of a final dividend of HK3.5 cents per ordinary share out of the share premium account of the Company (the “ Final Dividend ”) to shareholders of the Company whose names appear on the register of members of the Company on the record date fixed by the Board for determining the entitlements to the Final Dividend be and is hereby approved; and (b) any Director of the Company be and is hereby authorised to take such action, do such things and execute such further documents as the director may at his absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Final Dividend	585,587,000 (100.00%)	0 (0.00%)
3.	(a) to re-elect Ms. Jiang Li Xia as executive director	585,587,000 (100.00%)	0 (0.00%)
	(b) to re-elect Ms. Mou Li as executive director	585,587,000 (100.00%)	0 (0.00%)
	(c) to re-elect Mr. Cao Xiao Jun as executive director	585,587,000 (100.00%)	0 (0.00%)
4.	To authorise the Board to fix the remuneration of all the directors of the Company for the year ending 31 December 2016	585,587,000 (100.00%)	0 (0.00%)
5.	To re-appoint Ernst & Young as the auditors of the Company and to authorise the Board to fix their remuneration for the year ending 31 December 2016	585,587,000 (100.00%)	0 (0.00%)
6.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the aggregate nominal amount of the existing issued share capital	585,587,000 (100.00%)	0 (0.00%)
7.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares in the Company not exceeding 20% of the aggregate nominal amount of the existing issued share capital	585,587,000 (100.00%)	0 (0.00%)
8.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with shares by the number of shares repurchased	585,587,000 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of each of the above resolutions no. 1 to no. 8, all such resolutions were duly passed as ordinary resolutions of the Company.

By order of the Board
Zhongzhi Pharmaceutical Holdings Limited
Mr. Lai Zhi Tian
Chairman and Executive Director

Hong Kong, 13 May 2016

As at the date of this announcement, the Board comprises seven directors. The executive directors are Mr. Lai Zhi Tian, Ms. Jiang Li Xia, Ms. Mou Li and Mr. Cao Xiao Jun. The independent non-executive directors are Mr. Ng Kwun Wan, Mr. Wong Kam Wah and Mr. Zhou Dai Han.