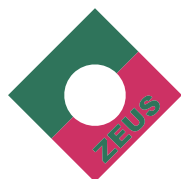


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## **Zhongzhi Pharmaceutical Holdings Limited**

**中智藥業控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3737)**

### **CHANGE OF COMPLIANCE ADVISER**

The board of directors (the “**Board**”) of Zhongzhi Pharmaceutical Holdings Limited (the “**Company**”) hereby announces that the Company and Guosen Securities (HK) Capital Company Limited (“**Guosen HK Capital**”) have mutually agreed to terminate the compliance adviser’s agreement entered into between the Company and Guosen HK Capital dated 9 March 2015, with effect from 9 July 2016 (the “**Termination**”) due to commercial reasons.

Saved as disclosed in this announcement, the Board and Guosen HK Capital confirm that, as at the date of this announcement, there are no other matters relating to the Termination that need to be drawn to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board further announces that CMB International Capital Limited (“**CMBI Capital**”) will be appointed as the new compliance adviser to the Company pursuant to Rule 3A.27 of The Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) with effect from 9 July 2016 until the date, pursuant to Rule 3A.19 of the Listing Rules, on which the Company complies with Rule 13.46 of the Listing Rules in respect of the financial results of the Company for the first full financial year commencing after the date of initial listing of the Company (being the financial year ending 31 December 2016), or until the compliance adviser agreement entered into between the Company and CMBI Capital is terminated in accordance with its terms, whichever is earlier.

CMBI Capital is a licensed corporation to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

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

Hong Kong, 8 July 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.*