
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Wuyi International Pharmaceutical Company Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee.

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武夷药业
Wuyi Pharmaceutical

WUYI INTERNATIONAL PHARMACEUTICAL COMPANY LIMITED

武夷國際藥業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1889)

**PROPOSED CHANGE OF COMPANY NAMES
AND
NOTICE OF SPECIAL GENERAL MEETING**

A notice convening the special general meeting of the Company to be held at Moscow Hall, 3/F, Grand Mercure Shenzhen Oriental Ginza by Accor, Zhuzilin, Shennan Boulevard, Futian District, Guangdong Province, the People's Republic of China on Friday, 25 August 2017 at 3:00 p.m. (Hong Kong time) is set out on pages 6 to 7 of this circular.

Whether or not you are able to attend the annual general meeting in person, you are requested to complete and return the form of proxy enclosed with this circular in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time fixed for the Special General Meeting (i.e. before Wednesday, 23 August 2017 at 3:00 p.m. (Hong Kong time)) or any adjournment thereof. Completion and delivery of a form of proxy will not preclude you from attending and voting at the meeting in person.

31 July 2017

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DEFINITIONS

In this circular, the following terms shall have the following meaning unless the context otherwise requires:

“Announcement”	announcement dated on 7 July 2017 made by the Company in relation to the Proposed Change of Company Name
“Board”	the board of Directors from time to time of the Company
“Change of Company Names”	the proposed change of the English name of the Company from “Wuyi International Pharmaceutical Company Limited” to “Sanai Health Industry Group Company Limited” and to change the Chinese name of the Company from “武夷國際藥業有限公司” to “三愛健康產業集團有限公司”
“Company”	Wuyi International Pharmaceutical Company Limited, a company incorporated in Cayman Islands with limited liability, whose shares are listed on the main board of the Stock Exchange (stock code: 1889)
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“SGM”	the special general meeting of the Company to be convened and held for considering and approving the Change of Company Name as referred to in this circular, or any adjournment thereof
“SGM Notice”	the notice convening the SGM as set out on pages 6 to 7
“Share(s)”	ordinary share(s) of the Company
“Shareholder(s)”	holder(s) of the issued Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD



武夷药业
Wuyi Pharmaceutical

WUYI INTERNATIONAL PHARMACEUTICAL COMPANY LIMITED

武夷國際藥業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1889)

Executive Directors:

Chen Cheng Qing (*Chairman*)

Hung Hoi Lan

Independent Non-executive Directors:

Wang Zi Hao

Tu Fang Kui

Zhang Rong Qing

Registered Office:

Grand Pavilion, Hibiscus Way

802 West Bay Road

P.O. Box 31119, KY1-1205

Cayman Islands

*Head Office and Principal Place
of Business in Hong Kong:*

Unit 1309, 13th Floor

West Tower, Shun Tak Centre

Sheung Wan

Hong Kong

31 July 2017

To Shareholders

Dear Sir or Madam,

PROPOSED CHANGE OF COMPANY NAMES AND NOTICE OF SPECIAL GENERAL MEETING

INTRODUCTION

The Company refers to its Announcement pursuant to which the Company announced that the Board proposed to change the English name of the Company from “Wuyi International Pharmaceutical Company Limited” to “Sanai Health Industry Group Company Limited” and to change the Chinese name of the Company from “武夷國際藥業有限公司” to “三愛健康產業集團有限公司”.

The purpose of this circular is to give you (i) further information regarding the Proposed Change of Company Name; and (ii) the notice of the SGM at which a special resolution will be proposed to the Shareholders to consider and, if thought fit, approve the Proposed Change of Company Name.

LETTER FROM THE BOARD

PROPOSED CHANGE OF COMPANY NAMES

The Board proposes to change the English name of the Company from “Wuyi International Pharmaceutical Company Limited” to “Sanai Health Industry Group Company Limited” and to change the Chinese name of the Company from “武夷國際藥業有限公司” to “三愛健康產業集團有限公司”.

REASONS FOR THE CHANGE OF COMPANY NAMES

The Board considers that the Change of Company Name will better reflect the current status of the Group and its direction of future development. The Board believes that the new English and Chinese names of the Company will provide the Company with a new corporate image which will benefit the Company’s future business development. Therefore, the Board considers that the Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

CONDITIONS OF THE CHANGE OF COMPANY NAMES

The Change of Company Name is subject to:

- (a) the approval of the Registrar of Companies in Cayman Islands having been obtained for the Change of Company Name; and
- (b) the passing of a special resolution by the Shareholders approving the Change of Company Name at the SGM.

The relevant filings with the Registrar of Companies in Cayman Islands will be made after the passing of the special resolution at the SGM.

Subject to satisfaction of the conditions set out above, the Change of Company Names will take effect from the date on which the Registrar of Companies in Cayman Islands enters the new names of the Company on the register in place of the existing names of the Company. Thereafter, the Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong.

EFFECTS OF THE CHANGE OF COMPANY NAMES

Notwithstanding the Proposed Change of Company Name, the overall strategies of the Company remain unchanged.

The Proposed Change of Company Name will not affect any of the rights of the Shareholders. All existing share certificates in issue bearing the existing name of the Company shall, after the Proposed Change of Company Name becoming effective, continue to be evidence of title to such securities, and the existing share certificates will continue to be valid for trading, settlement and registration purposes.

LETTER FROM THE BOARD

There will not be any arrangements for free exchange of the existing share certificates of the Company for new share certificates under the new name of the Company. However, only new share certificates of the Company will be issued under the new name of the Company after the Change of Company Name has become effective.

Subject to the confirmation of the Stock Exchange, the English and Chinese stock short names of the Company for trading in the shares of the Company on the Stock Exchange will also be changed after the Change of Company Name becomes effective.

Further announcement(s) will be made by the Company to inform the Shareholders of the effective date of the Change of Company Names, the new English and Chinese stock short names of the Company for trading in the shares of the Company on the Stock Exchange and the new website address of the Company as and when appropriate.

SGM

The SGM Notice is set out on pages 8 to 9 of this circular.

The SGM will be convened for the purpose of obtaining approval from the Shareholders for the Change of Company Name and to authorise the Board to determine and deal with matters relating thereto, at its discretion with full authority.

Proxy form for use at the SGM is enclosed with this circular. Whether or not you intend to attend the SGM, you are requested to complete the proxy form in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the SGM. Completion and return of a proxy form will not preclude Shareholders from attending and voting at the SGM if they so wish and in such event, the proxy shall be deemed to be revoked.

VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules, all votes at the SGM will be taken by way of poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on the special resolution to be proposed at the SGM.

LETTER FROM THE BOARD

RECOMMENDATION

The Board is of the opinion that the Change of Company Names is in the interest of the Company and its Shareholders as a whole. Accordingly, the Board recommends you to vote in favour of the special resolution to approve the Proposed Change of Company Name as set out in the SGM Notice.

By order of the Board of
Wuyi International Pharmaceutical Company Limited
Chen Cheng Qing
Chairman

NOTICE OF SPECIAL GENERAL MEETING



武夷药业
Wuyi Pharmaceutical

WUYI INTERNATIONAL PHARMACEUTICAL COMPANY LIMITED

武夷國際藥業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1889)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “Special General Meeting”) of the shareholders of Wuyi International Pharmaceutical Company Limited (the “Company”) will be held at Moscow Hall, 3/F, Grand Mercure Shenzhen Oriental Ginza by Accor, Zhuzilin, Shennan Boulevard, Futian District, Guangdong Province, the People’s Republic of China on Friday, 25 August 2017 at 3:00 p.m. (Hong Kong time) for the following purposes:

To consider as special business and, if thought fit, pass with or without amendments, the following special resolution:

SPECIAL RESOLUTION

“**THAT** subject to and conditional upon the approval of the Registrar of Companies in Cayman Islands being obtained, the English name of the Company be and is hereby changed from “Wuyi International Pharmaceutical Company Limited” to “Sanai Health Industry Group Company Limited” and to change the Chinese name of the Company be changed from “武夷國際藥業有限公司” to “三愛健康產業集團有限公司” (the “Change of Company Names”), and any one director of the Company be and is hereby authorised to do all such acts, deeds and things and execute all such documents as he considers necessary or expedient in connection with the implementation of or in order to give effect to the Proposed Change of Company Name.”

By Order of the Board

Wuyi International Pharmaceutical Company Limited

Chen Cheng Qing

Chairman

Hong Kong, 31 July 2017

NOTICE OF SPECIAL GENERAL MEETING

Notes:

- (1) Any member entitled to attend and vote at the Special General Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company. All proxies must be deposited with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for the Special General Meeting (i.e. before Wednesday, 23 August 2017 at 3:00 p.m. (Hong Kong time)) or any adjournment thereof.
- (2) The register of members will be closed from Tuesday, 22 August 2017 to Friday, 25 August 2017 (both days inclusive). In order to be qualified for attending the Special General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. (Hong Kong time) on Monday, 21 August 2017.
- (3) The Special General Meeting is expected to take not more than half day. Shareholders who attend shall bear their own traveling and accommodation expenses.
- (4) As at the date of this announcement, the board of directors of the Company comprises 2 Executive Directors, namely, Mr. Chen Cheng Qing (Chairman) and Ms. Hung Hoi Lan, and 3 Independent Non-executive Directors, namely, Mr. Wang Zi Hao, Mr. Tu Fang Kui and Professor Zhang Rong Qing.