

**TIANJIN ZHONG XIN PHARMACEUTICAL GROUP CORPORATION LIMITED**

(Company Registration No. 120000000004711)  
(Incorporated in the People's Republic of China)

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**APPROVAL FROM THE CHINA SECURITIES REGULATORY COMMISSION FOR THE PROPOSED ALLOTMENT AND ISSUE OF A-SHARES IN THE CAPITAL OF THE COMPANY**

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*The board of directors (the "Board") and every individual directors of Tianjin Zhong Xin Pharmaceutical Group Corporation Limited hereby confirm that they will individually and collectively accept full responsibility for the accuracy of the information given in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, the facts stated in this announcement are fair and accurate in all material respects as at the date of this announcement, and that there are no material facts the omission of which would make any statement in this announcement misleading.*

The Board refers to the previous announcements by the Company on 12 June 2014, 12 August 2014, 7 January 2015, 28 January 2015, 27 March 2015 and 28 April 2015 (the "**Prior Announcements**"), as well as the circular dated 1 August 2014 (the "**Circular**") in relation to the Proposed Placement.

Capitalised terms not defined herein shall bear the same meaning as terms defined in the Prior Announcements and the Circular.

The Board is pleased to announce that the Company has, on 8 June 2015, received the written approval from the China Securities Regulatory Commission (the "**CSRC**") for the Proposed Placement (the "**Written Approval**").

The Written Approval is subject to the following conditions:

- (1) The number of A-Shares to be issued under the Proposed Placement shall not exceed 65,166,000;
- (2) The Proposed Placement shall be carried out in accordance with the application documents sent to the CSRC;
- (3) The Written Approval shall be valid for a period of 6 months from the date of issue; and
- (4) Prior to the Proposed Placement, the Company shall report any material developments to the CSRC.

The Company will carry out the Proposed Placement in strict compliance with the conditions set out in the Written Approval and the mandate granted by the shareholders of the Company. The Company will make further announcements as and when there are any material developments in the Proposed Placement.

By order of the Board  
8 June 2015