

TIANJIN ZHONG XIN PHARMACEUTICAL GROUP CORPORATION LIMITED

(Company Registration No.: 120000000004711)

(Incorporated in the People's Republic of China (the "PRC"))

Resolutions Passed at the 1st Board Meeting for FY2014

The board of directors of Tianjin Zhong Xin Pharmaceutical Group Corporation Limited (the "Board") collectively and individually accept full responsibility for the accuracy of the information given in this announcement, and confirm after making 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.

Tianjin Zhong Xin Pharmaceutical Group Corporation Limited (the "Company") had on 31 December 2013 issued a notice of board meeting to its directors in respect of the 1st Board Meeting for FY2014, and the board meeting was duly convened on 10 January 2014. The following resolutions were discussed and passed by the full board of 9 directors.

The said meeting was convened in compliance with the applicable Companies law, Securities Law and the Memorandum & Articles of Association of the Company, and the following resolutions were passed:

- (1) **That**, the proposed renewal of interested person transactions (the "IPTs") between the Company and Tianjin Pharmaceutical Group Co., Ltd. (天津市医药集团有限公司), Tianjin Pharmaceutical Group Taiping Medicine Co., Ltd. (天津医药集团太平医药有限公司), Tianjin Pharmaceutical Group Jing Yi Tang Chain Co., Ltd. (天津医药集团敬一堂连锁有限公司), Tianjin Medicine Group Ninghe Co., Ltd. (天津市药材集团宁河公司), Tianjin Medicine Group Jixian Co., Ltd. (天津市药材集团蓟县公司), Tianjin Pharmaceutical Group Hongze Medicine Co., Ltd. (天津医药集团泓泽医药有限公司), Tianjin Lisheng Pharmaceutical Co., Ltd. (天津力生制药股份有限公司), Tianjin Chinese Medicinal Slices Co., Ltd. (天津市中药饮片厂有限公司) and Tianjin Medicinal Products Packaging and Printing Co., Ltd. (天津宜药印务有限公司), be approved.

The Company had on 16 December 2003 adopted a shareholders' mandate for the IPTs (the "**Existing Shareholders' Mandate**"). The contractual duration of the aforesaid IPTs had expired on 31 December 2013, and the Company intends to extend the relevant contracts with the aforesaid companies for another five years ending 31 December 2018, based on the same terms and conditions.

- (2) **That**, the proposed new IPTs with Tianjin Central Pharmaceutical Co., Ltd. (天津市中央药业有限公司), Tianjin Tong Ren Tang Group Co., Ltd.(天津同仁堂集团股份有限公司), Tianjin Tong Ren Tang Pharmaceutical Sales Co., Ltd.(天津市同仁堂医药销售有限公司), Tianjin Hong Ren Tang Pharmaceutical Co., Ltd. (天津宏仁堂药业有限公司), Tianjin Hong Ren Tang Pharmaceutical Sales Co., Ltd. (天津宏仁堂医药销售有限公司), Tianjin Haoda Medical Device Co., Ltd. (天津市浩达医疗器械有限公司), Tianjin Pharmaceutical Company(天津市医药公司), Tianjin Taiping Longlong Pharmaceutical Co., Ltd.(天津太平龙隆医药有限公司), Tianjin Taiping Xiangyun Pharmaceutical Co., Ltd.(天津太平祥云医药有限公司), Tianjin Jinyao Pharmaceutical Medicine Development Co., Ltd. (天津市津药医药发展有限责任公司), Tianjin Sainuo Pharmaceutical Co., Ltd.(天津赛诺制药有限公司) and Tianjin Institute of Pharmaceutical Research (天津药物研究院), be approved.

The Company intends to enter into new IPTs with the aforesaid companies for a period of five years ending as at 31 December 2018. The new IPTs are in the ordinary course of business of the Company, the conditions and terms of which will be similar to other IPTs of the same nature with the Company.

As a company listed on the Singapore Exchange, pursuant to the relevant regulations, the Company needs to seek a renewal of the Existing Shareholders' Mandate at its forthcoming annual general meeting. In FY 2013, the Company had obtained the approval of the Board and the shareholders to renew the Existing Shareholders' Mandate for IPTs in FY 2013. The value of the IPTs was estimated based on the transaction amount of the IPTs in FY2012 (as stated in the audited annual report). The relevant announcements were made on 29 March 2013 and 15 May 2013, respectively.

Similarly, for FY 2014, the Company will be seeking the approval of the Board and the shareholders to renew the Existing Shareholders' Mandate for IPTs in FY 2014. The value of the IPTs will be estimated based on the transaction amount of the IPTs in FY 2013 (as stated in the audited annual report). The Company will be providing the estimated value of these

IPTs, together with the annual report for FY 2013, to the Board and the shareholders in due course.

By order of the Board

10 January 2014