

TIANJIN ZHONG XIN PHARMACEUTICAL GROUP CORPORATION LIMITED

(Company Registration No. 120000000004711)

(Incorporated in the People's Republic of China)

Resolutions Passed at the 8th Board Meeting for FY2015

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, 28 April 2015, 8 June 2015, 15 July 2015, 22 July 2015 and 14 August 2015 (the "**Prior Announcements**"), as well as the circular dated 1 August 2014 (the "**Circular**") in relation to the Placement.

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

Tianjin Zhong Xin Pharmaceutical Group Corporation Limited (the "**Company**") had on 14 August 2015 issued a notice of board meeting to its directors in respect of the 8th board meeting for FY2015, and the board meeting was duly convened on 26 August 2015. The following resolutions were discussed and passed by the 7 directors out of the full board of 9 directors, with Mr. Ma Gui Zhong and Mr. Zhang Jian Jin being absent.

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 replacement of the Company's expenditure to date on the projects of the Proposed Placement be approved;

As at 3 August 2015, Company has used an aggregate amount of RMB 28,334,868.31 of its own funds (the "**Funds**") to commence the projects of the Proposed Placement. An equivalent amount of RMB 28,334,868.31 from the Net Proceeds will be used to replace the Funds.

2. That, the temporary use of the part of Net Proceeds for the cash flow of the Company be approved;

Pending the deployment of the Net Proceeds, an amount of RMB250,000,000 from the Net Proceeds will be used for the cash flow of the Company for 12 months after the date of this Board resolution.

3. That, the cash management of the Net Proceeds be approved;

In order to improve the efficiency of the use of the Net Proceeds, and to reduce the expenses of the Company, subject to the intended use of the Net Proceeds, and pending the deployment of the Net Proceeds, an amount of not more than RMB 500,000,000 from the Net Proceeds may be deposited with banks and/or invested in short-term investment products with high security and good liquidity for 12 months after the date of this Board resolution.

Please refer to the announcement of the Company dated 26 August 2015 for more details on the above Board resolutions.

By order of the Board
26 August 2015