

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 FY2015

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 18 January 2015 issued a notice of board meeting to its directors in respect of the 1st board meeting for FY2015, and the board meeting was duly convened on 28 January 2015. The following resolutions were discussed and passed by the full Board of 8 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 amendments to the structure of the Proposed Placement (关于调整公司非公开发行 A 股股票方案) be approved.
- (2) **That**, the contents of the revised "Plan for the Proposed Placement" (公司非公开发行 A 股股票预案) be approved.
- (3) **That**, the contents of the revised "Feasibility Analysis Report on the Use of Proceeds" (公司非公开发行 A 股股票募集资金使用可行性分析报告) be approved.

Please refer to the announcement of the Company dated 28 January 2015 for more details on the above Board resolutions.

By order of the Board
28 January 2015