

**TIANJIN ZHONG XIN PHARMACEUTICAL GROUP CORPORATION LIMITED**

(Company Registration No.12000000004711)  
(Incorporated in the People's Republic of China)  
(the "Company")

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**SGX GRANTS EXTENSION OF TIME TO ANNOUNCE AUDITED FULL YEAR RESULTS WITHIN 90 DAYS AND TO HOLD ANNUAL GENERAL MEETING ("AGM") BY 15 MAY 2015 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 ("WAIVERS")**

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**Extension of time to announce the Company's audited results for the year ended 31 December 2014 within 90 days of the financial year end**

The Company applied to the SGX for a waiver from requirement under Rule 705(1) of the Listing Manual to announce its full year results within 60 days of the financial year end and requested for an extension of time to release its *audited* full year results within 90 days of the financial year end.

Pursuant to Rule 705(1) of the Listing Manual, the Company is required to announce its full year results within 60 days of the financial year end. There is no requirement under Rule 705(1) that the announced full year results must be audited. However, under the listing rules of the Shanghai Stock Exchange ("**SSE**"), on which the Company's "A" Shares are listed, the Company has to announce its *audited* full year results within 120 days of the financial year end. To comply with the requirements of both Exchanges, the Company will have to announce its *audited* full year results within 60 days of the financial year end.

In view of the particular circumstances faced by the Company, the SGX had in previous years granted the Company's application for an extension of time to release its *audited* full year results within 90 days of the financial year end and such an approval is on a continuing basis, subject to the following conditions, with which the Company will continue to comply:

- (i) submission of annual confirmation from the Company to SGX within one month from the end of its financial year that requirements of SSE of 120 days reporting and for audited results to be announced remains unchanged;
- (ii) the Company making best efforts to announce its full year audited results within the shortest time frame practicable and in any case not later than 90 days from its financial year end; and
- (iii) SGX reserving the right to subsequently require the Company to comply with the time frame required under Rule 705;
- (iv) the Company announcing the period of extension granted, the reasons for seeking the extension of time and the conditions as required under Rule 107;
- (v) submission of a written confirmation from the Company that the extension of time does not contravene any laws and regulations governing the Company and the articles of association of the Company; and
- (vi) submission of a written confirmation from the Company that it is not aware of any information that will have a material bearing on investors' decision which has yet to be announced by the Company.

The Company had, on 9 February 2015, received a reply from the SGX stating that it has no objections to the Company's application for an extension of time to release its audited full year

results for the financial year ended 31 December 2014 within 90 days of the financial year end, subject to the above conditions. The Company has submitted the relevant confirmations under items (i), (ii), (v) and (vi) to SGX, and will have up to 31 March 2015 to release its audited full year results for the year ended 31 December 2014.

**Extension of time to hold the Company's AGM for the year ended 31 December 2014 on a date not later than 15 May 2015**

The Company applied to the SGX for a waiver of the requirement under Rule 707(1) of the Listing Manual to hold the AGM within 4 months of the financial year end and to allow an extension of time to hold its AGM.

Rule 707(1) of the Listing Manual provides that a listed company must hold its annual general meeting not later than 4 months after the end of its financial year. In accordance with the requirement of the China Securities Regulatory Commission ("CSRC"), the Company is required to give written notice of the AGM at least 45 days before the AGM. To comply with the requirements of SGX and CSRC, the audited accounts of the Group will have to be completed well before 15 March. This would present significant practical difficulties to the Company. In view of the particular circumstances faced by the Company, SGX had in 2004 to 2014 granted a waiver and extension of time to 15 May for the Company to hold its future AGMs and such an approval is on continuing basis subject to the following conditions:

- (i) submission of annual confirmations, within one month from the end of its financial year, that the Company is still required to give 45 days' notice of AGM under PRC laws;
- (ii) submission of an undertaking from the Company to use its best efforts to hold its future AGMs in the earliest time frame practicable, and in any case no later than 15 May;
- (iii) the SGX reserving the right to subsequently require the Company to comply with the time frame required under Rule 707;
- (iv) the Company announcing the period of extension granted, the reasons for seeking the extension of time and the conditions as required under Rule 107; and
- (v) submission of a written confirmation from the Company that the extension of time does not contravene any laws and regulations governing the Company and the articles of association of the Company.

The Company had, on 9 February 2015, received a reply from the SGX stating that it has no objections to the Company's application for an extension of time to hold the Company's AGM for the year ended 31 December 2014 on a date not later than 15 May 2015, subject to the above conditions. The Company has submitted the relevant confirmations under items (i), (ii), and (v) to SGX, and will have up to 15 May 2015 to hold its AGM for the financial year ended 31 December 2014.

By order of the Board  
10 February 2015