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NANJING SINOLIFE UNITED COMPANY LIMITED*

南京中生聯合股份有限公司

(a joint stock limited liability company incorporated in the People's Republic of China)

(Stock code: 03332)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 3 FEBRUARY 2015

Reference is made to the circular (the “**Circular**”) of Nanjing Sinolife United Company Limited (the “**Company**”) dated 19 December 2014. Terms used in this announcement shall have the same meanings as those defined in the Circular.

At the EGM held on 3 February 2015, all the proposed resolutions as set out in the notice of the EGM dated 19 December 2014 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	(a) To approve the Share Transfer Agreement and all the transactions contemplated thereunder. (b) To authorise any one director to take all steps as might in their opinion be desirable or necessary in connection with the Share Transfer Agreement.	611,111,000 (100%)	0 (0%)
2.	To approve the change in use of the 31% proceeds from the global offering.	611,111,000 (100%)	0 (0%)
Special Resolutions			
3.	To approve the proposed amendments to articles 5, 16, 19 and 151 of the Articles.	611,111,000 (100%)	0 (0%)
4.	Subject to the passing of resolution numbered 3, to approve the adoption of the amended and restated Articles in substitution for and to the exclusion of the existing Articles.	611,111,000 (100%)	0 (0%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the above ordinary resolutions numbered 1 and 2, such resolutions were duly passed as ordinary resolutions.
- (b) As more than two-thirds of the votes were cast in favour of the special resolutions numbered 3 and 4, such resolutions were duly passed as special resolutions.
- (c) As at the date of the EGM, the total number of issued Shares and the total number of Shares entitling the holders to attend and vote on the resolutions at the EGM was 838,169,000 shares, comprising 611,111,000 domestic shares and 227,058,000 H shares.
- (d) There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the EGM as set out in Rule 13.40 of the Listing Rules.
- (e) None of the Shareholders were required under the Listing Rules to abstain from voting on the resolutions at the EGM.
- (f) None of the Shareholders have previously stated their intention to vote against or to abstain from voting on any of the resolutions at the EGM.
- (g) The EGM was legally and validly convened in compliance with the requirements of the Company Law of the People's Republic of China and the Articles.
- (h) Computershare Hong Kong Investor Services Limited acted as the scrutineer for the vote-taking at the EGM.

By Order of the Board
NANJING SINOLIFE UNITED COMPANY LIMITED*
Gui Pinghu
Chairman

Nanjing, the People's Republic of China, 3 February 2015

As at the date of this announcement, the executive Directors are Mr. Gui Pinghu, Ms. Zhang Yuan, Ms. Xu Li and Ms. Zhu Feifei; the non-executive Director is Mr. Xu Chuntao; and the independent non-executive Directors are Mr. Jiang Fuxin, Ms. Feng Qing and Mr. Vincent Cheng.

* *For identification purposes only*