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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: 3332)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 19 MAY 2015

At the annual general meeting (the “AGM”) of NANJING SINOLIFE UNITED COMPANY LIMITED* (the “Company”) held on 19 May 2015, all the proposed resolutions as set out in the notice of the AGM dated 2 April 2015 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To consider and approve the report of the board of directors of the Company (the “Board”) for the year ended 31 December 2014.	647,715,000 (100%)	0 (0%)
2.	To consider and approve the report of the board of supervisors of the Company for the year ended 31 December 2014.	647,715,000 (100%)	0 (0%)
3.	To consider and approve the audited consolidated financial statements of the Company for the year ended 31 December 2014.	647,715,000 (100%)	0 (0%)
4.	To consider and approve the financial report of the Company for the year ended 31 December 2014 and the budget report of the Company for the year ending 31 December 2015.	647,715,000 (100%)	0 (0%)
5.	To consider and approve the profit distribution plan of the Company for the year ended 31 December 2014, and authorise the Board to deal with all issues in relation to the Company’s distribution of final dividend and special dividend for the year ended 31 December 2014.	647,715,000 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
6.	To consider and approve the appointment of Ernst & Young and Ernst & Young Hua Ming LLP as the international auditors and the domestic auditors of the Company respectively, to hold office until the conclusion of next annual general meeting of the Company, and to authorise the Board to fix the remuneration of the auditors.	647,715,000 (100%)	0 (0%)
7.	To authorise the Board to fix the remuneration of the directors and supervisors.	647,715,000 (100%)	0 (0%)
8.	To consider and approve the allocation of statutory common reserve fund for the year ended 31 December 2014.	647,715,000 (100%)	0 (0%)
Special Resolution		Number of Votes (%)	
		For	Against
9.	To consider and approve the granting of a general mandate to the Board to issue, allot and deal with additional domestic shares and H shares not exceeding 20% of each of the aggregate nominal value of the domestic shares and H shares of the Company respectively in issue, and to authorise the Board to make amendments to the articles of association of the Company as it thinks fit so as to reflect the new share capital structure upon the allotment or issue of additional shares pursuant to the mandate.	647,083,000 (99.902426%)	632,000 (0.097574%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the ordinary resolutions numbered 1 to 8, the resolutions were duly passed as ordinary resolutions.
- (b) As more than two-third of the votes were cast in favour of the special resolution numbered 9, such resolution was duly passed as a special resolution.
- (c) As at the date of the AGM, the total number of issued shares of the Company and the total number of shares of the Company entitling the holders to attend and vote on the resolutions at the AGM was 838,169,000 shares, comprising 611,111,000 domestic shares and 227,058,000 H shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) None of the shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.

- (f) None of the shareholders of the Company have previously stated their intention to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The AGM was legally and validly convened in compliance with the requirements of the Company Law of the People's Republic of China and the articles of association of the Company.
- (h) The Company's H share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

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

Nanjing, the People's Republic of China, 19 May 2015

As at the date of this announcement, the executive directors of the Company 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*