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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 EXTRAORDINARY GENERAL MEETING HELD ON 23 OCTOBER 2015 AND ELECTION OF THE SUPERVISORS REPRESENTING THE EMPLOYEES OF THE COMPANY

Reference is made to the circular of Nanjing Sinolife United Company Limited (the “**Company**”) dated 7 September 2015 (the “**Circular**”). Terms used in this announcement shall have the same meanings as those defined in the Circular.

At the EGM held on 23 October 2015, all the proposed resolutions as set out in the notice of the EGM dated 7 September 2015 were taken by poll. The poll results are as follows:

Ordinary resolutions		Number of Votes (%)	
		For	Against
1.	1.1 To approve the re-election of Mr. Gui Pinghu as an executive Director; to authorise any Director to sign on behalf of the Company the director's service contract with Mr. Gui Pinghu; and to authorise the Board to determine his remuneration.	612,459,246 (100%)	0 (0%)
	1.2 To approve the re-election of Ms. Zhang Yuan as an executive Director; to authorise any Director to sign on behalf of the Company the director's service contract with Ms. Zhang Yuan; and to authorise the Board to determine her remuneration.	612,459,246 (100%)	0 (0%)
	1.3 To approve the re-election of Ms. Xu Li as an executive Director; to authorise any Director to sign on behalf of the Company the director's service contract with Ms. Xu Li; and to authorise the Board to determine her remuneration.	612,459,246 (100%)	0 (0%)

Ordinary resolutions		Number of Votes (%)	
		For	Against
	1.4 To approve the re-election of Ms. Zhu Feifei as an executive Director; to authorise any Director to sign on behalf of the Company the director's service contract with Ms. Zhu Feifei; and to authorise the Board to determine her remuneration.	611,333,246 (99.816151%)	1,126,000 (0.183849%)
	1.5 To approve the re-election of Mr. Xu Chuntao as a non-executive Director; to authorise any Director to sign on behalf of the Company the letter of appointment with Mr. Xu Chuntao; and to authorise the Board to determine his remuneration.	612,459,246 (100%)	0 (0%)
	1.6 To approve the re-election of Mr. Jiang Fuxin as an independent non-executive Director; to authorise any Director to sign on behalf of the Company the letter of appointment with Mr. Jiang Fuxin; and to authorise the Board to determine his remuneration.	612,459,246 (100%)	0 (0%)
	1.7 To approve the re-election of Ms. Feng Qing as an independent non-executive Director; to authorise any Director to sign on behalf of the Company the letter of appointment with Ms. Feng Qing; and to authorise the Board to determine her remuneration.	612,459,246 (100%)	0 (0%)
	1.8 To approve the re-election of Mr. Vincent Cheng as an independent non-executive Director; to authorise any Director to sign on behalf of the Company the letter of appointment with Mr. Vincent Cheng; and to authorise the Board to determine his remuneration.	611,333,246 (99.816151%)	1,126,000 (0.183849%)

Ordinary resolutions		Number of Votes (%)	
		For	Against
2.	2.1 To approve the re-election of Ms. Yu Min as a Supervisor; to authorise any Director to sign on behalf of the Company the supervisor's service contract with Ms. Yu Min; and to authorise the Board to determine her remuneration.	611,333,246 (99.816151%)	1,126,000 (0.183849%)
	2.2 To approve the re-election of Mr. Tao Xingrong as a Supervisor; to authorise any Director to sign on behalf of the Company the supervisor's service contract with Mr. Tao Xingrong; and to authorise the Board to determine his remuneration.	611,333,246 (99.816151%)	1,126,000 (0.183849%)
	2.3 To approve the re-election of Ms. Wu Xuemei as a Supervisor; to authorise any Director to sign on behalf of the Company the supervisor's service contract with Ms. Wu Xuemei; and to authorise the Board to determine her remuneration.	612,459,246 (100%)	0 (0%)
Special resolutions			
3.	To approve the proposed amendments to articles 15 and 16 of the Articles.	612,459,246 (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.	612,459,246 (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-third 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 PRC and the Articles.
- (h) The full text of the above resolutions was set out in the Circular.
- (i) Computershare Hong Kong Investor Services Limited acted as the scrutineer for the vote-taking at the EGM.

ELECTION OF THE SUPERVISORS REPRESENTING THE EMPLOYEES OF THE COMPANY

On 23 October 2015, in accordance to the relevant provisions of the Company Law of the PRC and the Articles, the staff representative meeting of the Company was held and Ms. Chen Xiu and Ms. Lu Jiachun were re-elected as the Supervisors representing the employees of the Company for a term of three years with effect from 23 October 2015.

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

Nanjing, the People's Republic of China, 23 October 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*