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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,  
THE CLASS MEETING FOR HOLDERS OF H SHARES  
AND  
THE CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES  
HELD ON 15 APRIL 2016**

Reference is made to the circular (“**Circular**”) of Nanjing Sinolife United Company Limited (“**Company**”) dated 29 February 2016. Unless otherwise specified, terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the proposed resolutions set out in the notices of the EGM and the Class Meetings, all dated 29 February 2016, were duly passed at the EGM and the respective Class Meeting by way of poll.

As at the date of the EGM and the Class Meetings:

- (a) the total number of issued Shares and the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the EGM was 838,169,000 Shares, comprising 227,058,000 H Shares and 611,111,000 domestic Shares;
- (b) the total number of H Shares entitling the holders of H Shares to attend and vote on the resolutions at the class meeting for holders of H Shares (“**H Shares Class Meeting**”) was 227,058,000 H Shares; and
- (c) the total number of domestic Shares entitling the holders of Domestic Shares to attend and vote on the resolutions at the class meeting for holders of domestic Shares (“**Domestic Shares Class Meeting**”) was 611,111,000 domestic Shares.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM and the respective Class Meetings as set out in Rule 13.40 of the Listing Rules.

None of the Shareholders were required under the Listing Rules to abstain from voting on the resolutions at the EGM and the respective Class Meetings.

\* *For identification purposes only*

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 and the respective Class Meetings.

The EGM and the Class Meetings were legally and validly convened in compliance with the requirements of the Company Law of the People's Republic of China and the Articles.

Computershare Hong Kong Investor Services Limited acted as the scrutineer for the vote-taking at the EGM and the Class Meetings.

## POLL RESULTS OF THE EGM

The poll results of the EGM are as follows:

Ordinary Resolution		Number of votes (%)	
		For	Against
1.	(a) To approve the Acquisition Agreement and all the transactions contemplated thereunder.  (b) To authorise any one Director to take all steps as might in his/her opinion be desirable or necessary in connection with the Acquisition Agreement.	642,507,192 (98.667988%)	8,673,808 (1.332012%)
Special Resolutions			
2.	Subject to the passing of resolution numbered 1, to grant the unconditional specific mandate to the Directors to exercise the powers of the Company to allot, issue and deal with the 62,717,700 domestic Shares pursuant to the Acquisition Agreement.	642,507,192 (98.667988%)	8,673,808 (1.332012%)
3.	To approve the proposed amendments to articles 16 and 19 of the Articles.	642,507,192 (98.667988%)	8,673,808 (1.332012%)
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.	642,507,192 (98.667988%)	8,673,808 (1.332012%)

As a majority of the votes were cast in favour of the ordinary resolution numbered 1, such resolution was duly passed as ordinary resolution.

As more than two-third of the votes were cast in favour of each of the special resolutions numbered 2 to 4, the resolutions were duly passed as special resolutions.

## POLL RESULTS OF THE H SHARES CLASS MEETING

The poll results of the H Shares Class Meeting are as follows:

Ordinary Resolution		Number of votes (%)	
		For	Against
1.	(a) To approve the Acquisition Agreement and all the transactions contemplated thereunder.  (b) To authorise any one Director to take all steps as might in his/her opinion be desirable or necessary in connection with the Acquisition Agreement.	31,396,192 (78.353362%)	8,673,808 (21.646638%)
Special Resolution			
2.	Subject to the passing of resolution numbered 1, to grant the unconditional specific mandate to the Directors to exercise the powers of the Company to allot, issue and deal with the 62,717,700 domestic Shares pursuant to the Acquisition Agreement.	31,396,192 (78.353362%)	8,673,808 (21.646638%)

As a majority of the votes were cast in favour of the ordinary resolution numbered 1, such resolution was duly passed as ordinary resolution.

As more than two-third of the votes were cast in favour of the special resolution numbered 2, such resolution was duly passed as special resolution.

## POLL RESULTS OF THE DOMESTIC SHARES CLASS MEETING

The poll results of the Domestic Shares Class Meeting are as follows:

Ordinary Resolution		Number of votes (%)	
		For	Against
1.	(a) To approve the Acquisition Agreement and all the transactions contemplated thereunder.  (b) To authorise any one Director to take all steps as might in his/her opinion be desirable or necessary in connection with the Acquisition Agreement.	611,111,000 (100%)	0 (0%)
Special Resolution			
2.	Subject to the passing of resolution numbered 1, to grant the unconditional specific mandate to the Directors to exercise the powers of the Company to allot, issue and deal with the 62,717,700 domestic Shares pursuant to the Acquisition Agreement.	611,111,000 (100%)	0 (0%)

As a majority of the votes were cast in favour of the ordinary resolution numbered 1, such resolution was duly passed as ordinary resolution.

As more than two-third of the votes were cast in favour of the special resolution numbered 2, such resolution was duly passed as special resolution.

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

Nanjing, the People's Republic of China, 15 April 2016

*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.*