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VENTUREPHARM LABORATORIES LIMITED

萬全科技藥業有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8225)

PROFIT WARNING

This announcement is made by Venturepharm Laboratories Limited (the "Company") pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules").

The board of directors (the "Board") of the Company wishes to inform the shareholders of the Company and potential investors that, based on information currently available, the company and its subsidiaries (the "Group") is expected to record a loss for the year ended 31 December 2011. Such loss was primarily attributable to the loss of investments in certain financial assets.

The Group is still in the process of finalising the unaudited results of the Group for the year ended 31 December 2011. The information contained in this announcement is only a preliminary assessment by the management of the results of the Group. Finalised results for the year ended 31 December 2011 of the Group will be disclosed in the annual results announcement of the Group to be released on 27 March 2012.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board

Venturepharm Laboratories Limited

William Xia Guo

Chairman

Beijing, the PRC, 17 February 2012

** For identification purpose only*

As at the date of this announcement, the Board comprises two executive directors, being Mr. William Xia Guo and Dr. Maria Xue Mei Song; three non-executive directors, being Mr. Feng Tao, Mr. Wu Xin and Dr. Nathan Xin Zhang; and three independent non-executive directors, being Dr. Zhang Jang An, Mr. Paul Contomichalos and Dr. Wu Shou Yuan.

This announcement, for which the directors of the Company (the “Directors”) collectively and individually accept responsibility, includes particulars given in compliance with the Rules Governing the Listing of securities of the Growth Enterprise Market of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, conform that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respect and not misleading; (2) there are no other matters the omission of which would make any statement in all material respects and not misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the GEM website with the domain name of www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting.