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東北虎藥業股份有限公司
NORTHEAST TIGER PHARMACEUTICAL CO., LTD.*
(A joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 8197)

**RESIGNATION OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT
NON-EXECUTIVE DIRECTOR;**

**PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND
INDEPENDENT NON-EXECUTIVE DIRECTOR; AND**

**PROPOSED CHANGE IN COMPOSITION OF THE
AUDIT COMMITTEE**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Northeast Tiger Pharmaceutical Co., Ltd.* (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that:

- (i) Mr. Guo Aiqun (郭愛群) (“**Mr. Guo**”) resigned as a non-executive Director with effect from the close of the annual general meeting to be convened by the Company (the “**AGM**”);
- (ii) Mr. Chen Youfang (陳有方) (“**Mr. Chen**”) resigned as an independent non-executive Director and a member of the audit committee of the Company (the “**Audit Committee**”) with effect from the close of the AGM;
- (iii) Mr. Shi Peng (師鵬) (“**Mr. Shi**”) has been nominated as a candidate for election at the AGM as a non-executive Director subject to the approval of the shareholders of the Company (the “**Shareholders**”); and
- (iv) Mr. Gao Zhikai (高志凱) (“**Mr. Gao**”) has been nominated as a candidate for election at the AGM as an independent non-executive Director subject to the approval of the Shareholders.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

Mr. Guo has tendered his resignation as a non-executive Director with effect from the close of the AGM due to the need to devote more time for his other business commitments.

Mr. Guo confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation which should be brought to the attention of the Shareholders or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its gratitude to Mr. Guo for his contribution to the Company during the tenure of his service.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Chen has tendered his resignation as an independent non-executive Director and a member of the Audit Committee with effect from the close of the AGM due to the need to devote more time for his other business commitments.

Mr. Chen confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation which should be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to express its gratitude to Mr. Chen for his contribution to the Company during the tenure of his service.

PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Shi has been nominated as a candidate for election at the AGM as a non-executive Director subject to the approval by the Shareholders.

Set out below is the biography of Mr. Shi.

Mr. Shi, aged 41, obtained a bachelor’s degree in public service management (film management) from Beijing Film Academy* (北京電影學院) in 2004. From June 2003 to June 2006, he had been the chairman of the board of directors of Beijing Jin Wu Huan Real Estate Development Company Limited* (北京金五環房地產開發有限公司). Mr. Shi then became an actor from June 2006 to 2016. Since 2017, Mr. Shi has been the chairman of the board of directors of Beijing Jin Wu Huan Real Estate Development Company Limited* (北京金五環房地產開發有限公司).

Save as disclosed above, Mr. Shi does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group.

Mr. Shi does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and he has no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong) (the “SFO”).

Mr. Shi will enter into a director’s service agreement with the Company for a term of three years commencing from the date of the AGM subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The proposed director’s fee of Mr. Shi is RMB20,000 per annum (subject to final confirmation upon execution of the relevant service agreement) which is determined with reference to his experience, duties and responsibilities within the Company.

Save as disclosed above, there are no other matters relating to the proposed appointment that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraphs 17.50(2)(h) to (v) of the Rules Governing the Listing of Securities (the “GEM Listing Rules”) on the Growth Enterprise Market of the Stock Exchange.

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Gao has been nominated as a candidate for election at the AGM as an independent non-executive Director subject to the approval by the Shareholders. Subject to and upon his appointment as an independent non-executive Director, the Board also proposes to appoint Mr. Gao as a member of the Audit Committee with effect from the date of the AGM.

Set out below is the biography of Mr. Gao.

Mr. Gao, aged 55, holds a Juris Doctor degree from Yale Law School and holds a master degree in politics from the graduate school of Yale University. He obtained a master degree in English literature from Beijing Foreign Studies University* (北京外國語大學) and a bachelor’s degree in English literature from Suzhou University* (蘇州大學). Mr. Gao is licensed as an attorney-at-law in the State of New York of the United States of America.

Mr. Gao is currently the director of China Energy Security Research Institute* (中國能源安全研究所), the vice president of China Beidou Industry Promotion Association* (中國北斗產業促進會), the deputy chairman of Sino-Europe United Investment Corporation* (中歐聯合投資有限公司) and a consultant of Arabian American Oil Company (沙特阿美公司). Mr. Gao is currently also a non-executive director of Huanxi Media Group Limited (stock code: 1003) and an independent non-executive director of E-Commodities Holdings Limited (stock code: 1733), the shares of both are listed on the Main Board of the Stock Exchange.

Save as disclosed above, Mr. Gao does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group.

Mr. Gao does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and he has no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Mr. Gao will enter into a director's service agreement with the Company for a term of three years commencing from the date of the AGM subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The proposed director's fee of Mr. Gao is RMB20,000 per annum (subject to final confirmation upon execution of the relevant service agreement) which is determined with reference to his experience, duties and responsibilities within the Company.

Save as disclosed above, there are no other matters relating to the proposed appointment that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraphs 17.50(2)(h) to (v) of the GEM Listing Rules.

PROPOSED CHANGE IN COMPOSITION OF THE AUDIT COMMITTEE

Upon the close of the AGM and subject to the approval of the Shareholders in respect of the appointment of Mr. Gao as an independent non-executive Director at the AGM, (i) Mr. Chen will cease to be a member of the Audit Committee; and (ii) Mr. Gao will be appointed as a member of the Audit Committee.

CIRCULAR

A circular, containing, among other things, details of the resignation of Mr. Guo and Mr. Chen and the election and appointment of Mr. Shi and Mr. Gao will be despatched to the Shareholders as soon as possible.

By order of the Board
東北虎藥業股份有限公司
Northeast Tiger Pharmaceutical Co., Ltd.*
Chairman
Wang Shaoyan

Jilin, the People's Republic of China, 12 April 2017

As at the date of this announcement, the executive Directors are Wang Shaoyan, Cui Bingyan and Qin Haibo; the non-executive Directors are Guo Aiqun and Cao Yang and the independent non-executive Directors are Zhao Zhen Xing, Chen Youfang and Hui Lai Yam.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the website of the GEM at <http://www.hkgem.com> for at least 7 days from the day of its posting and the Company’s website at <http://www.northeasttiger.com> from the date of this announcement.

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