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北斗嘉藥業股份有限公司

BAYTACARE PHARMACEUTICAL CO., LTD.*

*(formerly known as 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)

(A). POLL RESULTS OF
(i) THE ANNUAL GENERAL MEETING
(ii) THE H SHARES CLASS MEETING AND
(iii) THE DOMESTIC SHARES CLASS MEETING
HELD ON 31 MAY 2017;
(B). APPOINTMENT AND RESIGNATION OF DIRECTORS
AND
(C). CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board is pleased to announce that except for AGM Resolutions No. 8(c), 8(e) and 8(k), all the resolution(s) as set out in the AGM Notices, the H Shares Class Meeting Notice and the Domestic Shares Class Meeting Notice were duly passed at the AGM, the H Shares Class Meeting and the Domestic Shares Class Meeting held on 31 May 2017 respectively.

Reference is made to the circular dated 12 May 2017 (the “**Circular**”), the notice of the annual general meeting dated 12 April 2017 and the supplemental notice of annual general meeting dated 12 May 2017 (collectively, the “**AGM Notices**”), the notice of class meeting of the holders of H shares dated 12 April 2017 (the “**H Shares Class Meeting Notice**”) and the notice of class meeting of the holders of domestic shares dated 12 April 2017 (the “**Domestic Shares Class Meeting Notice**”) issued by Baytacare Pharmaceutical Co., Ltd.* (the “**Company**”). Terms used in this announcement shall have the same meaning as defined in the Circular unless the context requires otherwise.

POLL RESULTS OF AGM

At the annual general meeting of the Company (the “**AGM**”) held at Level 40, Long Yuan Chuang Zhan Building, No. 2010 Baoan South Road, Luohu District, Shenzhen, The People's Republic of China on 31 May 2017 at 2:00 p.m., poll voting was demanded by the chairman of the AGM for

voting on the resolutions (the “**AGM Resolutions**”) set out in the AGM Notices. The Board is pleased to announce that except for AGM Resolutions No. 8(c), 8(e) and 8(k), the AGM Resolutions were duly approved by the Shareholders at the AGM and the poll results in respect of the AGM Resolutions are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)		Total Votes
		FOR	AGAINST	
1.	To consider and approve the audited financial statements and the report of the auditors of the Company for the year ended 31 December 2016.	616,756,490 (100%)	0 (0%)	616,756,490
2.	To consider and approve the report of the directors of the Company for the year ended 31 December 2016.	616,756,490 (100%)	0 (0%)	616,756,490
3.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2016.	616,756,490 (100%)	0 (0%)	616,756,490
4.	To consider and approve the re-appointment of Pan-China (H.K.) CPA Limited as the Company’s auditors and to authorize the board of directors of the Company to fix their remuneration.	616,756,490 (100%)	0 (0%)	616,756,490
5.	To empower the executive directors of the Company to exercise the authority for the determination of incentive bonus to the relevant person of the Company as a motivation for the contribution of efforts to the development of the Company, if any.	616,756,490 (100%)	0 (0%)	616,756,490
6.	To consider and approve the remuneration proposals for the directors and supervisors of the Company for the year ended 31 December 2016.	616,756,490 (100%)	0 (0%)	616,756,490

7.	To consider and approve the election of Mr. Shi Peng (師鵬) as a non-executive director of the Company.	616,756,490 (100%)	0 (0%)	616,756,490
8.	To consider and approve the election of Mr. Gao Zhikai (高志凱) as an independent non-executive director of the Company.	616,756,490 (100%)	0 (0%)	616,756,490
8(a).	To consider and approve the re-election of Mr. Wang Shaoyan (王少岩) as an executive director of the Company.	616,756,490 (100%)	0 (0%)	616,756,490
8(b).	To consider and approve the re-election of Ms. Cui Bingyan (崔冰岩) as an executive director of the Company.	616,756,490 (100%)	0 (0%)	616,756,490
8(c).	To consider and approve the re-election of Mr. Qin Haibo (秦海波) as an executive director of the Company.	146,811,830 (24%)	469,944,660 (76%)	616,756,490
8(d).	To consider and approve the re-election of Mr. Cao Yang (曹陽) as a non-executive director of the Company.	616,756,490 (100%)	0 (0%)	616,756,490
8(e).	To consider and approve the re-election of Mr. Zhao Zhen Xing (趙振興) as an independent non-executive director of the Company.	146,811,830 (24%)	469,944,660 (76%)	616,756,490
8(f).	To consider and approve the re-election of Ms. Hui Lai Yam (許麗欽) as an independent non-executive director of the Company.	616,756,490 (100%)	0 (0%)	616,756,490
8(g).	To consider and approve the election of Mr. Jiang Xiaobin (姜曉斌) as an executive director of the Company.	479,144,660 (78%)	137,611,830 (22%)	616,756,490

8(h).	To consider and approve the election of Mr. Yang Yulin (楊育林) as an independent non-executive director of the Company.	479,144,660 (78%)	137,611,830 (22%)	616,756,490
8(i).	To consider and approve the election of Ms. Han Xue (韓雪) as a member of the supervisory board of the Company.	479,144,660 (78%)	137,611,830 (22%)	616,756,490
8(j).	To consider and approve the re-election of Ms. Yang Lixue (楊瀛雪) as a member of the supervisory board of the Company.	616,756,490 (100%)	0 (0%)	616,756,490
8(k).	To consider and approve the re-election of Ms. Meng Shuhua (孟淑華) as a member of the supervisory board of the Company.	146,811,830 (24%)	469,944,660 (76%)	616,756,490
8(l).	To consider and approve the re-election of Ms. Lin Xiarong (林夏容) as a member of the supervisory board of the Company.	616,756,490 (100%)	0 (0%)	616,756,490
SPECIAL RESOLUTIONS		Number of Votes (%)		Total Votes
		FOR	AGAINST	
9.	To consider and approve the mandate on authorizing the board of directors of the Company to allot, issue and deal with H shares of the Company.	479,144,660 (78%)	137,611,830 (22%)	616,756,490
10.	To consider and approve the mandate on authorizing the board of directors of the Company to allot, issue and deal with domestic shares of the Company.	479,144,660 (78%)	137,611,830 (22%)	616,756,490
11.	To consider and approve the proposal regarding adoption of a share option scheme of the Company.	479,144,660 (78%)	137,611,830 (22%)	616,756,490

The description of AGM Resolutions no. 9 and 10 is by way of summary only. The full text appears in the notice of AGM dated 12 April 2017.

As more than half of the votes were cast in favour of each of AGM Resolutions 1, 2, 3, 4, 5, 6, 7, 8, 8(a), 8(b), 8(d), 8(f), 8(g), 8(h), 8(i), 8(j) and 8(l), the aforesaid AGM Resolutions were passed as ordinary resolutions.

As a majority of votes were cast against AGM Resolutions No. 8(c), 8(e) and 8(k), such AGM Resolutions were not passed as ordinary resolutions. As a result, with effect from the close of the AGM:

- (1). Mr. Qin Haibo (秦海波) (“**Mr. Qin**”) has ceased to be an executive Director, the chairman of the nomination committee (the “**Nomination Committee**”) and a member of the executive committee (the “**Executive Committee**”) of the Company;
- (2). Mr. Zhao Zhen Xing (趙振興) (“**Mr. Zhao**”) has ceased to be an independent non-executive Director, the chairman of the audit committee and a member of each of the remuneration committee (the “**Remuneration Committee**”) and the nomination committee of the Company; and
- (3). Ms. Meng Shuhua (孟淑華) has ceased to be a member of the supervisory board of the Company.

As more than two-thirds of the votes were cast in favour of each of AGM Resolutions 9 to 11, AGM Resolutions 9 to 11 were passed as special resolutions.

Pan-China (H.K.) CPA Limited was appointed as the scrutineer for the poll voting at the AGM.

Notes:

- (a). The total number of Shares in issue as at the date of the AGM: 858,054,240 Shares, comprising 609,654,240 Domestic Shares and 248,400,000 H Shares. No Shareholder was required to abstain from voting on the AGM Resolutions at the AGM.
- (b). The total number of Shares entitling the holders to attend and abstain from voting in favour of the AGM Resolutions pursuant to Rule 17.47A of the GEM Listing Rules at the AGM: nil.

- (c). None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the AGM Resolutions at the AGM.
- (d). The total number of Shares entitling the holders to attend and to vote for or against the AGM Resolutions at the AGM: 858,054,240 Shares.

POLL RESULTS OF H SHARES CLASS MEETING

At the class meeting of the holders of H shares (the “**H Shares Class Meeting**”) of the Company held at Level 40, Long Yuan Chuang Zhan Building, No. 2010 Baoan South Road, Luohu District, Shenzhen, The People’s Republic of China on 31 May 2017 at 3:00 p.m., poll voting was demanded by the chairman of the H Shares Class Meeting for voting on the resolution (the “**H Shares Class Meeting Resolution**”) set out in the H Shares Class Meeting Notice. The Board is pleased to announce that the H Shares Class Meeting Resolution was approved by the H Shareholders at the H Shares Class Meeting and the poll results in respect of the H Shares Class Meeting Resolution are as follows:

SPECIAL RESOLUTION		Number of Votes (%)		Total Votes
		FOR	AGAINST	
1.	To consider and approve the proposal regarding adoption of a share option scheme of the Company.	10,610,000 (100%)	0 (0%)	10,610,000

As more than two-thirds of the votes were cast in favour of the H Shares Class Meeting Resolution, the H Shares Class Meeting Resolution was passed as a special resolution.

Pan-China (H.K.) CPA Limited was appointed as the scrutineer for the poll voting at the H Shares Class Meeting.

Notes:

- (a). The total number of H Shares in issue as at the date of the H Shares Class Meeting: 248,400,000 H Shares. No H Shareholder was required to abstain from voting on the H Shares Class Meeting Resolution at the H Shares Class Meeting.
- (b). The total number of H Shares entitling the holders to attend and abstain from voting in favour of the H Shares Class Meeting Resolution pursuant to Rule 17.47A of the GEM Listing Rules at the H Shares

Class Meeting: nil.

- (c). None of the H Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the H Shares Class Meeting Resolution at the H Shares Class Meeting.
- (d). The total number of H Shares entitling the holders to attend and to vote for or against the H Shares Class Meeting Resolution at the H Shares Class Meeting: 248,400,000 H Shares.

POLL RESULTS OF DOMESTIC SHARES CLASS MEETING

At the class meeting of the holders of domestic shares (the “**Domestic Shares Class Meeting**”) of the Company held at Level 40, Long Yuan Chuang Zhan Building, No. 2010 Baoan South Road, Luohu District, Shenzhen, The People’s Republic of China on 31 May 2017 at 3:45 p.m., poll voting was demanded by the chairman of the Domestic Shares Class Meeting for voting on the resolution (the “**Domestic Shares Class Meeting Resolution**”) set out in the Domestic Shares Class Meeting Notice. The Board is pleased to announce that the Domestic Shares Class Meeting Resolution was approved by the Domestic Shareholders at the Domestic Shares Class Meeting and the poll results in respect of the Domestic Shares Class Meeting Resolution are as follows:

SPECIAL RESOLUTION		Number of Votes (%)		Total Votes
		FOR	AGAINST	
1.	To consider and approve the proposal regarding adoption of a share option scheme of the Company.	468,534,660 (77%)	137,611,830 (23%)	606,146,490

As more than two-thirds of the votes were cast in favour of the Domestic Shares Class Meeting Resolution, the Domestic Shares Class Meeting Resolution was passed as a special resolution.

Pan-China (H.K.) CPA Limited was appointed as the scrutineer for the poll voting at the Domestic Shares Class Meeting.

Notes:

- (a). The total number of Domestic Shares in issue as at the date of the Domestic Shares Class Meeting: 609,654,240 Domestic Shares. No Domestic Shareholder was required to abstain from voting on the Domestic Shares Class Meeting Resolution at the Domestic Shares Class Meeting.

- (b). The total number of Domestic Shares entitling the holders to attend and abstain from voting in favour of the Domestic Shares Class Meeting Resolution pursuant to Rule 17.47A of the GEM Listing Rules at the Domestic Shares Class Meeting: nil.
- (c). None of the Domestic Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the Domestic Shares Class Meeting Resolution at the Domestic Shares Class Meeting.
- (d). The total number of Domestic Shares entitling the holders to attend and to vote for or against the Domestic Shares Class Meeting Resolution at the Domestic Shares Class Meeting: 609,654,240 Domestic Shares.

APPOINTMENT OF MR. SHI PENG (師鵬) AS A NON-EXECUTIVE DIRECTOR

At the AGM, the appointment of Mr. Shi Peng (“**Mr. Shi**”) as a non-executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter.

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 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 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.

APPOINTMENT OF MR. GAO ZHIKAI (高志凱) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR

At the AGM, the appointment of Mr. Gao Zhikai (“**Mr. Gao**”) as an independent non-executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter.

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 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.

APPOINTMENT OF MR. JIANG XIAOBIN (姜曉斌) AS AN EXECUTIVE DIRECTOR

At the AGM, the appointment of Mr. Jiang Xiaobin (“**Mr. Jiang**”) as an executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter.

Mr. Jiang, aged 46, obtained a bachelor’s degree in international economics and trade from Beijing International Studies University (北京第二外國語學院) in 1994, a master degree in Chinese medicines preparations from Beijing University of Chinese Medicine (北京中醫藥大學) in 2003 and a master’s degree in business administration from Capital University of Economics and Business (首都經濟貿易大學) in 2005. He had been the president for operation and sale of Right Health Nutrition American Group Inc. (美國雷德生物健康產業集團) from March 2004 to March 2009. From June 2009 to March 2016, he was the chairman of the board of directors of Beijing Holley-Cotec Pharmaceuticals Co., Ltd.* (北京華方科泰醫藥有限公司). Since December 2016, he has been the chairman of the board of directors of Zhong Sheng Wantong Investment Fund Management (Beijing) Company Limited* (中盛萬通投資基金管理(北京)有限公司).

Save as disclosed above, Mr. Jiang 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 or other major appointments and professional qualifications.

Mr. Jiang 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. Jiang 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. Mr. Jiang is not entitled to any specific remuneration, except for a bonus for each financial year which is at the Board’s discretion and determined by reference to the Company’s results and performance for the financial year concerned as well as subject to the approval by the Shareholders at relevant annual general meeting of 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.

APPOINTMENT OF MR. YANG YULIN (楊育林) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR

At the AGM, the appointment of Mr. Yang Yulin (“**Mr. Yang**”) as an independent non-executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter.

Mr. Yang, aged 63, obtained a doctor of philosophy (engineering design and manufacture) from The University of Hull in January 2004. He had been the vice principal of Yanshan University (燕山大學) from July 1995 to July 1999 and from September 2003 to December 2014. He had been the chairman of the board of directors of Eagle Equipment Technology QHD Co., Ltd.* (鷹領航空高端裝備秦皇島有限公司) from December 2014 to December 2016.

Save as disclosed above, Mr. Yang 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 or other major appointments and professional qualifications.

Mr. Yang 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. Yang 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. Mr. Yang is not entitled to any specific remuneration, except for a bonus for each financial year which is at the Board’s discretion and determined by reference to the Company’s results and performance for the financial year concerned as well as subject to the approval by the Shareholders at relevant annual general meeting of 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.

APPOINTMENT OF MS. HAN XUE (韓雪) AS A MEMBER OF THE SUPERVISORY BOARD OF THE COMPANY

At the AGM, the appointment of Ms. Han Xue (“**Ms. Han**”) as a member of the supervisory board of the Company was duly approved by the Shareholders and such appointment took effect immediately thereafter.

Ms. Han, aged 29, obtained a bachelor of arts degree in Japanese language from Hebei University of Economics and Business (河北經貿大學) in July 2011. From June 2011 to June 2016, she had been the secretary of the chairman of the board of directors of DIR Xunhe Business Innovation (Beijing) Limited (訊和創新科技(北京)有限公司). Currently, Ms. Han had been the manager of the board of Directors of the Company.

Save as disclosed above, Ms. Han 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 or other major appointments and professional qualifications.

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

Ms. Han will enter into a supervisor’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. Ms. Han is not entitled to any specific remuneration, except for a bonus for each financial year which is at the Board’s discretion and determined by reference to the Company’s results and performance for the financial year concerned as well as subject to the approval by the Shareholders at relevant annual general meeting of 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.

RESIGNATION OF DIRECTORS

As disclosed in the announcement of the Company dated 12 April 2017, with effect from the close of the AGM, Mr. Guo Aiqun (郭愛群) (“**Mr. Guo**”) has resigned as a non-executive Director due to the

need to devote more time for his other business commitments. Mr. Chen Youfang (陳有方) (“**Mr. Chen**”) has resigned as an independent non-executive Director and a member of the audit committee of the Company (the “**Audit Committee**”) due to the need to devote more time for his other business commitments. Each of Mr. Guo and Mr. Chen has confirmed that they have no disagreement with the Board and there is no matter in relation to their resignation which should be brought to the attention of the Shareholders or the Stock Exchange.

CHANGE IN COMPOSITION OF THE BOARD COMMITTEES

The Board announces the following changes of the committees of the Board with effect from the close of the AGM:

Audit Committee

With effect from the close of the AGM,

- (1). as disclosed in the announcement of the Company dated 12 April 2017, Mr. Chen has ceased to be a member of the Audit Committee and Mr. Gao has been appointed as a member of the Audit Committee;
- (2). Mr. Zhao has ceased to be the chairman of the Audit Committee; and
- (3). Mr. Yang has been appointed as the chairman of the Audit Committee.

As at the date of this announcement, the Audit Committee comprises three independent non-executive Directors, namely Mr. Yang, Ms. Hui Lai Yam and Mr. Gao, of whom Mr. Yang is the chairman.

Remuneration Committee

With effect from the close of the AGM,

- (1). Mr. Wang Shaoyan has resigned as the chairman of the Remuneration Committee;
- (2). Mr. Zhao has ceased to be a member of the Remuneration Committee;
- (3). Mr. Cao Yang has resigned as a member of the Remuneration Committee;

- (4). Mr. Gao has been appointed as the chairman of the Remuneration Committee;
- (5). Mr. Yang has been appointed as a member of the Remuneration Committee; and
- (6). Mr. Shi Peng has been appointed as a member of the Remuneration Committee.

As at the date of this announcement, the Remuneration Committee comprises two independent non-executive Directors, namely Mr. Gao and Mr. Yang, and one non-executive Director, namely Mr. Shi Peng, of whom Mr. Gao is the chairman.

Nomination Committee

With effect from the close of the AGM,

- (1). Mr. Qin has ceased to be the chairman of the Nomination Committee;
- (2). Mr. Zhao has ceased to be a member of the Nomination Committee;
- (3). Ms. Hui Lai Yam has resigned as a member of the Nomination Committee;
- (4). Mr. Wang Shaoyan has been appointed as the chairman of the Nomination Committee;
- (5). Mr. Yang has been appointed as a member of the Nomination Committee; and
- (6). Mr. Gao has been appointed as a member of the Nomination Committee.

As at the date of this announcement, the Nomination Committee comprises one executive Director, namely Mr. Wang Shaoyan, and two independent non-executive Directors, namely Mr. Yang and Mr. Gao, of whom Mr. Wang Shaoyan is the chairman.

Executive Committee

With effect from the close of the AGM,

- (1). Mr. Qin has ceased to be a member of the Executive Committee; and
- (2). Mr. Jiang has been appointed as a member of the Executive Committee.

As at the date of this announcement, the Executive Committee comprises three executive Directors, namely Mr. Wang Shaoyan, Mr. Jiang and Mr. Cui Bingyan, of whom Mr. Wang Shaoyan is the chairman.

SCOPE OF WORK OF PAN-CHINA (H.K.) CPA LIMITED

The poll results were subject to scrutiny by Pan-China (H.K.) CPA Limited, whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to poll forms collected and provided by the Company to Pan-China (H.K.) CPA Limited. The work performed by Pan-China (H.K.) CPA Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By order of the Board
北斗嘉藥業股份有限公司
Baytacare Pharmaceutical Co., Ltd.*
Chairman
Wang Shaoyan

Jilin, the People's Republic of China, 31 May 2017

As at the date of this announcement, the executive Directors are Wang Shaoyan, Cui Bingyan and Jiang Xiaobin; the non-executive Directors are Shi Peng and Cao Yang and the independent non-executive Directors are Hui Lai Yam, Gao Zhikai and Yang Yulin.

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.

** For identification purpose only*