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盈天醫藥集團有限公司

WINTEAM PHARMACEUTICAL GROUP LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 570)

POSITIVE PROFIT ALERT

This announcement is made by the Company pursuant to Rule 13.09(1) of the Listing Rules.

The Board wishes to inform the Shareholders and potential investors that the Group is expected to record a significant increase in profit for the financial year ended 31 December 2009 as compared to that of the financial year ended 31 December 2008.

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

This announcement is made by Winteam Pharmaceutical Group Limited (the “Company”, and together with its subsidiaries, the “Group”) pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The board of directors (the “Directors”) of the Company (the “Board”) wishes to inform shareholders of the Company (the “Shareholders”) and potential investors that based on the preliminary assessment of the unaudited consolidated financial statements of the Group for the financial year ended 31 December 2009, the Group is expected to record a significant increase in profit for the financial year ended 31 December 2009 as compared to that of the financial year ended 31 December 2008.

The significant improvement of the financial performance of the Group for the financial year ended 31 December 2009 was mainly attributable to the profit contribution from Smartpoint International Limited (“Smartpoint”), a direct wholly-owned subsidiary of the Company. As the acquisition of Smartpoint was completed on 6 February 2009, the financial results of Smartpoint have been consolidated into the Group with effect from the same date. This significant improvement of financial performance has taken into account the profit contribution from Smartpoint and the financial performance of the other subsidiaries of the Group, including 佛山德眾藥業有限公司 (Foshan Dezhong Pharmaceutical Co., Ltd.*) and 佛山馮了性藥業有限公司 (Foshan Feng Liao Xing Pharmaceutical Co., Ltd.*).

The Company is still in the process of finalising its financial statements for the year ended 31 December 2009. The Company will announce its audited annual results for the year ended 31 December 2009 as soon as practicable but in no event later than 30 April 2010.

The above positive profit alert statement, which is prepared by the Directors based on the preliminary assessment of the profit of the Group for the year ended 31 December 2009 based on the unaudited consolidated financial statements of the Group for the financial year ended 31 December 2009, constitutes a profit forecast (the “Forecast”) under Rule 10 of the Hong Kong Code on Takeovers and Mergers (the “Takeovers Code”). KPMG, the auditors of the Company, and Optima Capital Limited, the financial adviser of the Company, have reported on the Forecast in accordance with Rule 10 of the Takeovers Code. Such reports have been lodged with the Executive Director of the Corporate Finance Division of the Securities and Futures Commission of Hong Kong and will be included in the circular to be despatched to the Shareholders in relation to, among other things, (i) the major and connected transaction relating to the acquisition of the 93% equity interest in Foshan City An Ning Company Limited; (ii) the connected transaction in relation to the subscription of new shares by connected persons; and (iii) the application for whitewash waiver, which were announced by the Company on 4 February 2010. The aforesaid circular is expected to be despatched to the Shareholders no later than 12 March 2010.

Set out below are the assumptions adopted by the Directors in the preparation of the Forecast:

- (i) All sales recorded in the unaudited consolidated financial statements of the Group for the year ended 31 December 2009 are finalised. There would be no material sales returns from the customers subsequent to 31 December 2009;
- (ii) Accounts receivable in the unaudited consolidated financial statements of the Group are recoverable and there would be no significant bad debts in respect of these accounts receivable subsequent to 31 December 2009;
- (iii) Trade creditors and other creditors in the unaudited consolidated financial statements of the Group as at 31 December 2009 are complete and there were no significant unrecorded liabilities or contingent liabilities not reflected; and
- (iv) The forecasted useful lives of the property, plant and equipment included in the unaudited consolidated financial statements of the Group are not materially different from their actual useful lives.

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

By Order of the Board
Winteam Pharmaceutical Group Limited
DU Richeng
Chairman

Hong Kong, 2 March 2010

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement contained in this announcement misleading.

As at the date of this announcement, the Board comprises nine Directors, of which Mr. DU Richeng is a non-executive Director; Mr. YANG Bin, Mr. XU Tiefeng, Mr. SITU Min and Mr. LI Songquan are executive Directors; and Mr. LO Wing Yat, Mr. PANG Fu Keung, Mr. WANG Bo and Mr. ZHANG Jianhui are independent non-executive Directors.

* *The English translation is for identification purpose only*