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This announcement is not an offer of securities for sale in the United States. The Company has not registered and does not intend to register any securities referred to in this announcement under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”). Securities of the Company may not be offered or sold in the United States absent registration under the US Securities Act or an applicable exemption from the registration requirements under the US Securities Act and in accordance with any applicable state securities laws of the United States. There will not be and is not currently intended to be any public offering of securities in the United States.

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Unless defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.



JINTIAN PHARMACEUTICAL GROUP LIMITED

金天醫藥集團股份有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	500,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	50,000,000 Shares (subject to reallocation)
Number of International Offer Shares	:	450,000,000 Shares (subject to reallocation and the Over-allotment Option)
Maximum Offer Price	:	HK\$4.23 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund on final pricing)
Nominal value	:	US\$0.001 per Share
Stock code	:	2211

Sole Sponsor, Sole Global Coordinator and Joint Bookrunner

Morgan Stanley

Joint Bookrunners



Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares of the Company in issue and to be issued as described in the Prospectus, comprising: (a) the Hong Kong Public Offering of initially 50,000,000 Shares (subject to reallocation) in Hong Kong and (b) the International Offering of initially 450,000,000 Shares (subject to reallocation, the Over-allotment Option and any options which may be granted under the Share Option Scheme) in the United States with qualified institutional buyers in reliance on Rule 144A of the U.S. Securities Act or another available exemption from the registration requirements of the U.S. Securities Act, and outside the United States in reliance on Regulation S under the U.S. Securities Act. The Offer Price will not be more than HK\$4.23 per Share and is expected to be not less than HK\$2.91 per Share. The dealings in the Shares on the Stock Exchange are expected to commence on Thursday, 12 December, 2013. In the event that the Over-allotment Option is exercised, an announcement will be made available at the websites of the Company (www.jtyyjt.com) and the Stock Exchange (www.hkexnews.hk).

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.

Applicants who wish for the Hong Kong Offer Shares to be allotted and issued in their own names should:

- (i) complete and sign the **WHITE** Application Forms; or
- (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at www.eipo.com.hk under the **White Form eIPO** service.

Applicants who wish for the Hong Kong Offer Shares to be allotted and issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either:

- (i) complete and sign the **YELLOW** Application Forms; or
- (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, 2 December, 2013 until 12:00 noon on Thursday, 5 December, 2013 at the following locations:

- (1) the following office of the Hong Kong Underwriters:

Morgan Stanley Asia Limited

Level 46
International Commerce Centre
1 Austin Road West
Kowloon
Hong Kong

DBS Asia Capital Limited

17th Floor, The Center
99 Queen's Road
Central
Hong Kong

BOCOM International Securities Limited 9/F, Man Yee Building
68 Des Voeux Road Central
Hong Kong

Sun Hung Kai Investment Services Limited 42/F, The Lee Gardens
33 Hysan Avenue
Causeway Bay
Hong Kong

(2) any of the following branches of the receiving banks:

Bank of China (Hong Kong) Limited

	<u>Branch</u>	<u>Address</u>
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road, Central
	Shek Tong Tsui Branch	534 Queen's Road West, Shek Tong Tsui
	Taikoo Shing Branch	Shop G1006, Hoi Sing Mansion, Taikoo Shing
Kowloon	Humphrey's Avenue Branch	4-4A Humphrey's Avenue, Tsim Sha Tsui
	Shanghai Street (Mong Kok) Branch	611-617 Shanghai Street, Mong Kok
New Territories	Ma On Shan Plaza Branch	Shop 2103, Level 2, Ma On Shan Plaza, Sai Sha Road, Ma On Shan
	Castle Peak Road (Yuen Long) Branch	162 Castle Peak Road, Yuen Long
	Tseung Kwan O Plaza Branch	Shop 112-125, Level 1, Tseung Kwan O Plaza, Tseung Kwan O

Bank of Communications Co., Ltd. Hong Kong Branch

	<u>Branch</u>	<u>Address</u>
Hong Kong Island	North Point Sub-Branch	442-444 King's Road, North Point
	Kennedy Town Sub-Branch	G/F., 113-119 Belcher's Street, Kennedy Town

	Branch	Address
Kowloon	Hunghom Sub-Branch	Flat/Rm A6, G/F., Wing Kwai Building, 1-3 Tak Man Street, Whampoa Estate
	Kwun Tong Sub-Branch	Shop A, G/F., Hong Ning Court, 55 Hong Ning Road, Kwun Tong
	Lam Tin Sub-Branch	Shop No.5 & 9, G/F., Kai Tin Tower, 63-65 Kai Tin Road, Lam Tin
	Wong Tai Sin Sub-Branch	Shops 127-129, 1/F., Lung Cheung Plaza, 136 Lung Cheung Road, Wong Tai Sin
New Territories	Tsuen Wan Sub-Branch	G/F., Shop G9B-G11, Pacific Commercial Plaza, Bo Shek Mansion, 328 Sha Tsui Road, Tsuen Wan
	Tuen Mun Sub-Branch	Shop 7-8, G/F, Castle Peak Lin Won Building, 2-4 Yan Ching Street, Tuen Mun

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m., Monday, 2 December, 2013 until 12:00 noon on Thursday, 5 December, 2013 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have the **YELLOW** Application Form and copies of the printed Prospectus available.

Applicants applying by **White Form eIPO** service may submit applications through the designated website at www.eipo.com.hk from 9:00 a.m. on Monday, 2 December, 2013 until 11:30 a.m. on Thursday, 5 December, 2013 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 2 December, 2013 until 12:00 noon on Thursday, 5 December, 2013.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Wednesday, 11 December, 2013 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.jtyyjt.com, respectively. The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be made available through a variety of channels from Wednesday, 11 December, 2013.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 12 December, 2013. The Shares will be traded in board lots of 1,000 each. The Company will not issue any temporary documents of title nor any receipts for sums paid on application.

By Order of the Board
Jintian Pharmaceutical Group Limited
Mr. Jin Dongtao
Chairman

Hong Kong, 2 December, 2013

As at the date of this announcement, the board of directors of the Company comprises five Executive Directors, namely, Mr. Jin Dongtao, Mr. Jin Dongkun, Ms. Chen Xiaoyan, Mr. Chu Chuanfu and Ms. Wu Qiong and three Independent Non-executive Directors, namely, Mr. Cheng Sheung Hing, Ms. Chiang Su Hui Susie and Mr. Chen Xiao.

Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).