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*In connection with the Global Offering, Citigroup Global Markets Asia Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilising or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for it, to conduct any such stabilising action, which, if commenced, will be done at the sole and absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilising activity is required to be brought to an end on the 30th day after the last date for lodging applications under the Hong Kong Public Offering. Such stabilisation action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilising) Rules, as amended, made under the Securities and Futures Ordinance (Cap.571 of the Laws of Hong Kong).*

Potential investors should be aware that stabilising actions cannot be taken to support the price of the Shares for longer than the stabilisation period which will begin on the Listing Date and is expected to expire on the 30th day after the last date for lodging applications under the Hong Kong Public Offering. After this date, no further stabilising action may be taken and demand for the Shares and the price of the Shares could fall.



LUYE PHARMA GROUP LTD.
绿叶制药集团有限公司

(incorporated in Bermuda with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 999,640,000 Shares (comprising 667,540,000 new Shares and 332,100,000 Sale Shares, and subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 99,964,000 new Shares (subject to reallocation)
Number of International Offer Shares	: 899,676,000 Shares (comprising 567,576,000 new Shares and 332,100,000 Sale Shares, and subject to reallocation and the Over-allotment Option)
Maximum Offer Price	: HK\$5.92 per Share plus brokerage of 1%, SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005% (payable in full on application, subject to refund)
Nominal value	: US\$0.02 per Share
Stock code	: 2186

Joint Sponsors



Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



An application has been made by the Joint Sponsors on behalf of the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in (i) the Shares in issue immediately prior to the Global Offering and (ii) the Offer Shares to be issued pursuant to the Capitalisation Issue and the Global Offering, each as further described in the Prospectus.

The Global Offering comprises (a) the Hong Kong Public Offering of initially 99,964,000 Hong Kong Offer Shares (subject to reallocation, representing approximately 10% of the total number of the Offer Shares initially available under the Global Offering); and (b) the International Offering of initially 899,676,000 International Offer Shares (subject to reallocation and the Over-allotment Option, representing approximately 90% of the total number of the Offer Shares initially available under the Global Offering). The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering is subject to reallocation as described in the section headed “Structure of the Global Offering – The Hong Kong Public Offering – Reallocation” in the Prospectus. The Company expects to disclose the results of allocations for the Hong Kong Public Offering in an announcement. In the event that the Over-allotment Option is exercised, an announcement will also be made by the Company.

Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, 9 July 2014, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Wednesday, 9 July 2014. In the event that the Over-allotment Option is exercised, an announcement will be made on the website of the Company at www.luye.cn and the website of the Stock Exchange at www.hkexnews.hk.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transaction between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$5.92 per Share and is expected to be not less than HK\$5.38 per Share. Applicants for the Offer Shares are required to pay, on application, the maximum Offer Price of HK\$5.92 per Offer Share together with a brokerage of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, subject to refund should the final Offer Price be lower than HK\$5.92.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the Application Forms and the designated website (www.eipo.com.hk) for the White Form eIPO. Applicants who would like to have the allotted Hong Kong Offer Shares registered in their own names should complete and sign the **white** Application Forms or 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 would like to have the allocated Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participant(s) 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 Thursday, 26 June 2014, until 12:00 noon on Wednesday, 2 July 2014 from:

1. UBS AG, Hong Kong Branch, 52/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong;
2. Citigroup Global Markets Asia Limited, 50/F, Citibank Tower, Citibank Plaza, 3 Garden Road, Central, Hong Kong; and
3. CLSA Limited, 18/F, One Pacific Place, 88 Queensway, Hong Kong;

or any of the following branches of Bank of China (Hong Kong) Limited:

	Branch Name	Address
Hong Kong Island	North Point (King's Centre) Branch	193-209 King's Road, North Point
	Chai Wan Branch	Block B, Walton Estate, 341-343 Chai Wan Road, Chai Wan
Kowloon	Yau Ma Tei Branch	471 Nathan Road, Yau Ma Tei
	Wong Tai Sin Branch	Shop G13, Wong Tai Sin Plaza, Wong Tai Sin
	Tseung Kwan O Plaza Branch	Shop 112-125, Level 1, Tseung Kwan O Plaza, Tseung Kwan O
	Kowloon Plaza Branch	Unit 1, Kowloon Plaza, 485 Castle Peak Road
	Shanghai Street (Mong Kok) Branch	611-617 Shanghai Street, Mong Kok
New Territories	Lucky Plaza Branch	Lucky Plaza, Wang Pok Street, Sha Tin
	Tuen Mun San Hui Branch	G13-G14 Eldo Court, Heung Sze Wui Road, Tuen Mun
	Sheung Shui Branch Securities Services Centre	136 San Fung Avenue, Sheung Shui

Copies of the Prospectus, together with the **yellow** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 26 June 2014 until 12:00 noon on Wednesday, 2 July 2014 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbrokers, who may have such Application Forms and the Prospectus available.

The **white** or **yellow** application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "Bank of China (Hong Kong) Nominees Limited – Luye Pharma Public Offer" attached should be deposited in the special collection boxes provided at any of the branches of Bank of China (Hong Kong) Limited referred to above on such dates and during such time as specified in the Application Forms.

Applicants applying by **White Form eIPO** service may submit their applications through the designated website at www.eipo.com.hk from 9:00 a.m. on Thursday, 26 June 2014 until 11:30 a.m. on Wednesday, 2 July 2014 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares – 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 Thursday, 26 June 2014 until 12:00 noon on Wednesday, 2 July 2014 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares – Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

The application lists will open from 11:45 a.m. to 12:00 noon on Wednesday, 2 July 2014 (or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares – Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus). Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for the Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Global Offering.

The Company expects to publish an announcement on the final Offer Price, the level of applications in the Hong Kong Public Offering, the level of indication of interest in the International Offering and the basis of allocation of the Hong Kong Offer Shares on Tuesday, 8 July 2014 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the website of the Company at www.luye.cn and the website of the Stock Exchange at www.hkexnews.hk.

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 available through a variety of channels at the times and date and in the manner specified in the section entitled “How to Apply for Hong Kong Offer Shares – Publication of Results” in the Prospectus.

No temporary document of title will be issued in respect of the Shares and no receipt will be issued for application monies paid. Share certificates will only become valid certificates of title provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting – The Hong Kong Public Offering – Grounds for Termination” in the Prospectus has not been exercised, which is expected to be at 8:00 a.m. on Wednesday, 9 July 2014.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, 9 July 2014. The Shares will be traded in board lots of 500 Shares each. The stock code of the Shares is 2186.

By Order of the Board
Luye Pharma Group Ltd.
Lai Siu Kuen
Company Secretary

Hong Kong, 26 June 2014

As at the date of this announcement, the executive Directors are Mr. LIU Dian Bo, Mr. YUAN Hui Xian, Mr. YANG Rong Bing and Ms. ZHU Yuan Yuan; the non-executive Directors are Mr. PAN Jian, Mr. LIU Dong and Ms. WANG Xin; and the independent non-executive Directors are Mr. ZHANG Hua Qiao, Prof. LO Yuk Lam, Mr. LEUNG Man Kit and Mr. CHOY Sze Chung Jojo.

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).