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China Animal Healthcare Ltd.

中國動物保健品有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 0940)

RESUMPTION CONDITIONS

The Company received a letter dated 9 July 2015 from the Stock Exchange, in which certain conditions were given in respect of the resumption of trading in the Company's shares on the Stock Exchange.

At the request of the Company, the shares of the Company have been suspended from trading on the Stock Exchange from 9 a.m. on 30 March 2015 and will continue to be suspended until further notice.

This announcement is made by China Animal Healthcare Ltd. (the “**Company**”) pursuant to Rule 13.09(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements (the “**Previous Announcements**”) of the Company dated 30 March 2015, 15 April 2015 and 10 June 2015, respectively, in relation to, among other things, the suspension of trading in its shares on the Stock Exchange and the background leading to the suspension. Unless otherwise required by the context or defined, capitalized terms used in this announcement shall have the same meanings as defined in the Previous Announcements.

RESUMPTION CONDITIONS

The Company received a letter dated 9 July 2015 from the Stock Exchange, in which the following conditions were given in respect of the resumption of trading in the Company's shares on the Stock Exchange:

- (i) conduct a forensic investigation on the Unresolved Matters, disclose the findings of the investigation, assess the impact on the Company's financial and operational positions, and take appropriate remedial actions;
- (ii) publish all outstanding financial results under the Listing Rules and address any audit qualifications;

- (iii) demonstrate that the Company has put in place adequate financial reporting procedures and internal control systems to meet its Listing Rules obligations; and
- (iv) inform the market of all material information for the shareholders of the Company and the investors to appraise the Group's position.

The Company must also comply with the Listing Rules and all applicable laws and regulations in Hong Kong and its place of incorporation before resumption.

The Stock Exchange may modify the above conditions and/or impose further conditions if the situation changes.

Given that the recent resignation of Mr. Liang as an independent non-executive Director and the chairman of the SC with the appropriate accounting qualifications and expertise, the progress and the commencement of the forensic investigation has been affected. The Company will make further announcements of the scope of the forensic investigation and of any material development on the above matter as and when appropriate.

CONTINUAL SUSPENSION OF TRADING

At the request of the Company, the shares of the Company have been suspended from trading on the Stock Exchange from 9 a.m. on 30 March 2015 and will continue to be suspended until further notice.

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

By Order of the Board
China Animal Healthcare Ltd.
Wang Yangang
*Chairman, Executive Director
and Chief Executive Officer*

Hong Kong, 10 July 2015

As at the date of announcement, the executive Directors of the Company are Mr. Wang Yangang, Mr. Li Jun and Ms. Song Yanmei; non-executive Directors are Mr. Alberto Riva, Dr. Ying Du and Mr. Goh Kay Seng Edwin; and the independent non-executive Directors are Mr. Cai Huiyi and Mr. Liu Zhanmin.

** For identification purpose only*