

*Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 29 February 2016 (the “**Prospectus**”) issued by Sinco Pharmaceuticals Holdings Limited (the “**Company**”).*

This announcement is for information purposes only and does not constitute an invitation or an offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia).

*This announcement is not an offer to sell, or a solicitation of an offer to buy or subscribe for any securities (the “**Shares**”) of the Company in the United States or in any other jurisdictions. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or any state securities laws of the United States, and may not be offered or sold in the United States except pursuant to an effective registration statement or in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. Any public offering of securities to be made in the United States will be made by means of an offering memorandum that may be obtained from the issuer and that will contain detailed information about the Company and management, as well as financial statements. The Shares are being offered and sold outside the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.*

*In connection with the Global Offering, China Merchants Securities (HK) Co., Limited, as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period beginning on the Listing Date and expected to end on the 30th day after the last day for lodging of applications under the Hong Kong Public Offering. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization 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 Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).*

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Saturday, 2 April 2016, being the 30th day after the date of closing of the application lists under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.



Sinco Pharmaceuticals Holdings Limited

兴科睿医药控股有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 400,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 40,000,000 Shares (subject to adjustment)
Number of International Offering Shares	: 360,000,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$1.11 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal Value	: HK\$0.0001 per Share
Stock Code	: 6833

Sole Sponsor, Sole Global Coordinator, Sole Bookrunner and Sole Lead Manager



Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including the additional shares which may be issued upon the exercise of the Over-allotment Option) and pursuant to the exercise of any options which may be granted under the Share Option Scheme. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 10 March 2016. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at www.sinco-pharm.com and the website of the Stock Exchange at www.hkexnews.hk.

The Global Offering comprises of: (i) the Hong Kong Public Offering of initially 40,000,000 Shares (subject to adjustment), and (ii) the International Offering of 360,000,000 Shares (subject to adjustment and the Over-allotment Option). The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as stated in the section headed “Structure of the Global Offering” in the Prospectus. In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which is exercisable by the Sole Global Coordinator on behalf of the International Underwriters, to require the Company to allot and issue up to 60,000,000 additional Offer Shares, representing approximately 15% of the initial Offer Shares initially being offered under the Global Offering.

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 on any other date as may be determined by HKSCC. Settlement of transactions 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\$1.11 per Offer Share and is currently expected to be not less than HK\$0.80 per Offer Share. Applicants for Hong Kong Offer Shares are required to pay, upon application, the maximum Offer Price of HK\$1.11 for each Offer Share together with a brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$1.11 per Offer Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related 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 either (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 would like to have the allotted Hong Kong Offer Shares 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, 29 February 2016 to 12:00 noon on Thursday, 3 March 2016 at:

1. China Merchants Securities (HK) Co., Limited, 48/F, One Exchange Square, Central, Hong Kong;
2. Convoy Investment Services Limited, Room C, 24/F, @CONVOY, 169 Electric Road, North Point, Hong Kong;
3. RHB Securities Hong Kong Limited, 12/F, World-Wide House, 19 Des Voeux Road, Central, Hong Kong; or
4. Any of the branches of the following receiving bank:

Wing Lung Bank Limited

Region	Branch	Address
Hong Kong Island	Head Office	45 Des Voeux Road Central
	Johnston Road Branch	118 Johnston Road
	North Point Branch	361 King's Road
Kowloon	Mongkok Branch	B/F Wing Lung Bank Centre, 636 Nathan Road
	Tsim Sha Tsui Branch	4 Carnarvon Road
	Lam Tin Sceneway Plaza Branch	Shop 59, 3/F Sceneway Plaza, 8 Sceneway Road
	San Po Kong Branch	8 Shung Ling Street
New Territories	Tsuen Wan Branch	251 Sha Tsui Road

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, 29 February 2016 to 12:00 noon on Thursday, 3 March 2016 at the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stock broker, who may have such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, together with cheques or banker's cashier orders attached and marked payable to Wing Lung Bank (Nominees) Limited — Sinco Public Offer for payment, should be securely stapled and deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, and during such time as specified in the Application Forms.

Applicants applying by White Form eIPO may submit their applications through the **White Form eIPO Service** at www.eipo.com.hk (24 hours daily, except on the last application date) from 9:00 a.m. on Monday, 29 February 2016 to 11:30 a.m. on Thursday, 3 March 2016 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Thursday, 3 March 2016 or such later date as described in the section headed “How to Apply for the Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 29 February 2016 until 12:00 noon on Thursday, 3 March 2016 or such later date as described in the section headed “How to Apply for the Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

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

The Company expects to publish the announcement on the Offer Price, the level of applications in the Hong Kong Public Offering, the level of indications of interest in the International Offering, result of applications and the basis of allocation of the Hong Kong Offer Shares on Wednesday, 9 March 2016 in South China Morning Post (in English) and the Hong Kong Economic Journal (in Chinese), and on the Company’s website at www.sinco-pharm.com and the website of the Stock Exchange at www.hkexnews.hk.

Results of allocations of the Hong Kong Public Offering, and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where appropriate) under the Hong Kong Public Offering will be available in the manners as specified in the section headed “How to Apply for Hong Kong Offer Shares — 11. Publication of Results” in the Prospectus from Wednesday, 9 March 2016.

No temporary document of title will be issued in respect of the Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid at 8:00 a.m. on Thursday, 10 March 2016 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus has not been exercised. It is expected that dealings in the Offer Shares on the Stock Exchange will commence at 9:00 a.m. on Thursday, 10 March 2016. Our Shares will be traded in board lots of 4,000 Shares each under the stock code 6833.

By Order of the Board of
Sinco Pharmaceuticals Holdings Limited
Huang Xiangbin
Chairman

Hong Kong, 29 February 2016

As at the date of this announcement, the Board of Directors of the Company comprises Huang Xiangbin and Zhang Zhijie as Executive Directors and Chow Siu Lui, Wang Qing, and Liu Wenfang as Independent Non-executive Directors.