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SINO-LIFE GROUP LIMITED

中國生命集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8296)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
AND
CHAIRMAN OF AUDIT COMMITTEE,
MEMBER OF REMUNERATION COMMITTEE
AND
MEMBER OF NOMINATION COMMITTEE
AND
CHANGE OF PRINCIPAL PLACE OF BUSINESS
IN HONG KONG**

The Board hereby announces that:

- (i) Mr. CHING Clement Yat-biu has tendered his resignation as an independent non-executive Director, Chairman of the Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee with effect from 23 January 2018;
- (ii) Mr. SUN Fei has been appointed as an independent non-executive Director, the Chairman of the Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee with effect from 23 January 2018; and
- (iii) the principal place of business of the Company in Hong Kong will be changed to Unit 1303, 13/F., Austin Tower, 22-26 Austin Avenue, Tsimshatsui, Kowloon, Hong Kong with effect from 23 January 2018.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF AUDIT COMMITTEE, MEMBER OF REMUNERATION COMMITTEE AND MEMBER OF NOMINATION COMMITTEE

The board (“**Board**”) of directors (the “**Directors**”) of Sino-Life Group Limited (the “**Company**”), hereby announces that Mr. CHING Clement Yat-biu (“**Mr. Ching**”) has tendered his resignation as an independent non-executive Director, the Chairman of the audit committee (the “**Audit Committee**”), a member of the remuneration committee (the “**Remuneration Committee**”) and a member of the nomination committee (the “**Nomination Committee**”) of the Board with effect from 23 January 2018 in order to devote more time for his other business commitments.

Mr. Ching has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its appreciation and gratitude to Mr. Ching for his valuable contribution to the Company during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF AUDIT COMMITTEE, MEMBER OF REMUNERATION COMMITTEE AND MEMBER OF NOMINATION COMMITTEE

The Board is pleased to announce the appointment of Mr. SUN Fei (“**Mr. Sun**”) as an independent non-executive Director, the Chairman of Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee with effect from 23 January 2018.

Mr. Sun, aged 38. He graduated from the Basic Education Enhancement Department (基礎教學強化部) of the Nanjing University with a bachelor of science degree in biophysics in 2001, and graduated from the School of Medicine of Tsinghua University with a doctor of science degree in biophysics in 2006. He has been a researcher of the Institute of Biophysics of the Chinese Academy of Sciences (中國科學院生物物理研究所) since 2006, responsible for conducting independent research on biophysics and structural biology, and a director of the Biological Imaging Centre of the Institute of Biophysics of the Chinese Academy of Sciences since 2012, responsible for leading the development and operation of a world class biological imaging research platform. He has been employed as a professor by the University of the Chinese Academy of Sciences since 2015, responsible for teaching undergraduate and postgraduate students. He has extensive research experience in biophysics technology, cryo-electron microscopy imaging technology, structure of biological macromolecules and biological image processing, etc, and has extensive management experience in the operation and maintenance of the research platform. He won the Bei Shizhang Young Biophysicist Award in 2009 (貝時璋青年生物物理學家獎) and was selected as one of the top young talents in “The Plan for Ten Thousand Talents” (萬人計劃), the National Plan for the Special Support of High-level Talents, in 2013. He won the China cryogenic electron microscope outstanding contribution award (中國冷凍電鏡傑出貢獻獎) in 2017. He was elected as a standing committee member of the Chinese Biophysics Society (中國生物物理學會) and the vice chairman of the Cryogenic Electron Microscopy branch of the Chinese Biophysics Society (中國生物物理學會冷凍電鏡分會) in 2017.

As at the date of this announcement, Mr. Sun has not held any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. He has not held any other position in the Company and any of its subsidiaries before appointed as an independent non-executive Director.

Mr. Sun has entered into a letter of appointment with the Company for a term of 3 years commencing from 23 January 2018. Mr. Sun shall be subject to retirement by rotation at the next annual general meeting of the Company and shall be eligible for re-election in accordance with the articles of association of the Company. Mr. Sun will be entitled to a director's fee of HK\$5,000 per month, which are determined with reference to his relevant qualifications, experience, duties and responsibilities within the Company as well as prevailing market benchmark.

As at the date of this announcement, Mr. Sun does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Moreover, Mr. Sun does not have any relationship with any Directors, senior management or substantial shareholders of the Company within the meaning of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM Listing Rules**”).

Save as disclosed above, Mr. Sun confirmed that there is no other matter concerning his appointment that need to be brought to the attention of the shareholders of the Company nor there is any other information that is required to be disclosed pursuant to Rules 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

The Board would like to express its warmest welcome to Mr. Sun on his appointment.

CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG

The Board hereby announces that the principal place of business of the Company in Hong Kong will be changed to Unit 1303, 13/F., Austin Tower, 22-26 Austin Avenue, Tsimshatsui, Kowloon, Hong Kong with effect from 23 January 2018.

By order of the Board
Sino-Life Group Limited
XU Jianchun
Chairman and Executive Director

Hong Kong, 23 January 2018

As at the date hereof, the Board comprises Mr. XU Jianchun and Mr. LIU Tien-Tsai being executive Directors; and Mr. CHAI Chung Wai, Mr. SUN Fei, and Mr. LEE Koon Hung being independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at <http://www.sinolifegroup.com>.