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NANJING SINOLIFE UNITED COMPANY LIMITED*

南京中生聯合股份有限公司

(A joint stock limited liability company incorporated in the People's Republic of China)

(Stock Code: 3332)

**POLL RESULTS OF
THE EXTRAORDINARY GENERAL MEETING,
THE CLASS MEETING FOR HOLDERS OF H SHARES
AND
THE CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES
HELD ON 30 JUNE 2015**

Reference is made to the circular (“**Circular**”) of Nanjing Sinolife United Company Limited (“**Company**”) dated 15 May 2015. Unless otherwise specified, terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all of the proposed resolutions set out in the notices of the EGM and the Class Meetings, all dated 15 May 2015, were duly passed at the EGM and the respective Class Meetings by way of poll.

As at the date of the EGM and the Class Meetings:

- (a) the total number of issued Shares and the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the EGM was 838,169,000 Shares, comprising 227,058,000 H Shares and 611,111,000 Domestic Shares;
- (b) the total number of H Shares entitling the holders of H Shares to attend and vote on the resolutions at the class meeting for holders of H Shares (“**H Share Class Meeting**”) was 227,058,000 H Shares; and
- (c) the total number of Domestic Shares entitling the holders of Domestic Shares to attend and vote on the resolutions at the class meeting for holders of Domestic Shares (“**Domestic Share Class Meeting**”) was 611,111,000 Domestic Shares.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM and the respective Class Meetings as set out in Rule 13.40 of the Listing Rules.

None of the Shareholders were required under the Listing Rules to abstain from voting on the resolutions at the EGM and the respective Class Meetings.

None of the Shareholders have previously stated their intention to vote against or to abstain from voting on any of the resolutions at the EGM and the respective Class Meetings.

The EGM and the Class Meetings were legally and validly convened in compliance with the requirements of the Company Law of the People's Republic of China and the Articles.

Computershare Hong Kong Investor Services Limited acted as the scrutineer for the vote-taking at the EGM and the Class Meetings.

POLL RESULTS OF THE EGM

The poll results of the EGM are as follows:

Ordinary resolution		Number of votes (%)	
		For	Against
1.	To approve the change in use of the 23% Net Proceeds from the Global Offering.	679,481,000 (100%)	0 (0%)
Special Resolutions			
2.	To approve the allotment and issue of A Shares by the Company in the PRC (each item as a separate resolution).		
	(i) Class and nominal value of new shares to be issued	678,571,000 (99.999705%)	2,000 (0.000295%)
	(ii) Number of A Shares to be issued	678,571,000 (99.999705%)	2,000 (0.000295%)
	(iii) Basis for determination of the issue price	678,571,000 (99.999705%)	2,000 (0.000295%)
	(iv) Target subscribers	678,571,000 (99.999705%)	2,000 (0.000295%)
	(v) Proposed stock exchange for listing	678,571,000 (99.999705%)	2,000 (0.000295%)
	(vi) Method of issue	678,571,000 (99.999705%)	2,000 (0.000295%)
	(vii) Use of proceeds	678,571,000 (99.999705%)	2,000 (0.000295%)
	(viii) Distribution plan of accumulated undistributed profits	678,571,000 (99.999705%)	2,000 (0.000295%)
	(ix) Validity of the resolution	678,571,000 (99.999705%)	2,000 (0.000295%)
	(x) Authorisation to the Board	678,571,000 (99.999705%)	2,000 (0.000295%)
3.	To approve the Share Consolidation and to authorise the Board to handle the matters related to the Share Consolidation.	679,479,000 (99.999706%)	2,000 (0.000294%)

Special Resolutions		Number of votes (%)	
		For	Against
4.	To approve the proposed amendments to the Articles.	679,481,000 (100%)	0 (0%)
5.	To approve the adoption of the rules of procedures for shareholders' meetings.	679,481,000 (100%)	0 (0%)
6.	To approve the adoption of the rules of procedures for the board of directors.	679,481,000 (100%)	0 (0%)
7.	To approve the adoption of the rules of procedures for the board of supervisors.	679,481,000 (100%)	0 (0%)
8.	To approve the adoption of the terms of reference for independent directors.	679,481,000 (100%)	0 (0%)
9.	To approve the adoption of the management principles on external guarantee.	679,481,000 (100%)	0 (0%)
10.	To approve the adoption of the management principles on connected transactions.	679,481,000 (100%)	0 (0%)
11.	To approve the adoption of the management principles on investment.	679,481,000 (100%)	0 (0%)
12.	To approve the adoption of the management principles on use of proceeds.	679,481,000 (100%)	0 (0%)
13.	To approve the adoption of the implementation rules of cumulative voting system.	679,481,000 (100%)	0 (0%)

As a majority of the votes were casted in favour of the ordinary resolution numbered 1, such resolution was duly passed as ordinary resolution.

As more than two-third of the votes were cast in favour of each of the special resolutions numbered 2 to 13, the resolutions were duly passed as special resolutions.

POLL RESULTS OF THE H SHARE CLASS MEETING

The poll results of the H Share Class Meeting are as follows:

Special Resolutions		Number of votes (%)	
		For	Against
1.	To approve the allotment and issue of A Shares by the Company in the PRC (each item as a separate resolution).		
	(i) Class and nominal value of new shares to be issued	67,462,000 (100%)	0 (0%)
	(ii) Number of A Shares to be issued	67,462,000 (100%)	0 (0%)
	(iii) Basis for determination of the issue price	67,462,000 (100%)	0 (0%)
	(iv) Target subscribers	67,462,000 (100%)	0 (0%)
	(v) Proposed stock exchange for listing	67,462,000 (100%)	0 (0%)
	(vi) Method of issue	67,462,000 (100%)	0 (0%)
	(vii) Use of proceeds	67,462,000 (100%)	0 (0%)
	(viii) Distribution plan of accumulated undistributed profits	67,462,000 (100%)	0 (0%)
	(ix) Validity of the resolution	67,462,000 (100%)	0 (0%)
	(x) Authorisation to the Board	67,462,000 (100%)	0 (0%)
2.	To approve the Share Consolidation and to authorise the Board to handle the matters related to the Share Consolidation.	68,368,000 (99.997075%)	2,000 (0.002925%)

As more than two-third of the votes were cast in favour of each of the special resolutions numbered 1 and 2, the resolutions were duly passed as special resolutions.

POLL RESULTS OF THE DOMESTIC SHARE CLASS MEETING

The poll results of the Domestic Share Class Meeting are as follows:

Special Resolutions		Number of votes (%)	
		For	Against
1.	To approve the allotment and issue of A Shares by the Company in the PRC (each item as a separate resolution).		
	(i) Class and nominal value of new shares to be issued	611,111,000 (100%)	0 (0%)
	(ii) Number of A Shares to be issued	611,111,000 (100%)	0 (0%)
	(iii) Basis for determination of the issue price	611,111,000 (100%)	0 (0%)
	(iv) Target subscribers	611,111,000 (100%)	0 (0%)
	(v) Proposed stock exchange for listing	611,111,000 (100%)	0 (0%)
	(vi) Method of issue	611,111,000 (100%)	0 (0%)
	(vii) Use of proceeds	611,111,000 (100%)	0 (0%)
	(viii) Distribution plan of accumulated undistributed profits	611,111,000 (100%)	0 (0%)
	(ix) Validity of the resolution	611,111,000 (100%)	0 (0%)
	(x) Authorisation to the Board	611,111,000 (100%)	0 (0%)
2.	To approve the Share Consolidation and to authorise the Board to handle the matters related to the Share Consolidation.	611,111,000 (100%)	0 (0%)

As more than two-third of the votes were cast in favour of each of the special resolutions numbered 1 and 2, the resolutions were duly passed as special resolutions.

ISSUE OF A SHARES

Subsequent to the Shareholders passing the special resolutions in each of the EGM and the Class Meetings respectively to approve the Issue of A Shares, the Company will make a formal application to the CSRC for the approval of the Issue of A Shares at appropriate time. The Company will make further announcements to update the Shareholders and potential investors of the Company in relation to the progress of the Issue of A Shares when necessary or in due course.

There is no assurance that the Issue of A Shares and the other matters mentioned in the Circular will proceed. Shareholders and investors are advised to exercise caution in dealings in the H Shares.

By Order of the Board
NANJING SINOLIFE UNITED COMPANY LIMITED*
Gui Pinghu
Chairman

Nanjing, the People's Republic of China, 30 June 2015

As at the date of this announcement, the executive Directors are Mr. Gui Pinghu, Ms. Zhang Yuan, Ms. Xu Li and Ms. Zhu Feifei; the non-executive Director is Mr. Xu Chuntao; and the independent non-executive Directors are Mr. Jiang Fuxin, Ms. Feng Qing and Mr. Vincent Cheng.

* *For identification purposes only*