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## **REAL NUTRICEUTICAL GROUP LIMITED**

**瑞年國際有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2010)**

### **(1) PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL (2) RETIREMENT OF NON-EXECUTIVE DIRECTORS**

#### **(1) PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL**

Reference is made to the announcement of Real Nutraceutical Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 31 March 2016 in relation to, among others, the final results of the Company for the year ended 31 December 2015 (the “**Announcement**”).

As stated in the Announcement, in order to accommodate future expansion and growth of the Group, the board of directors of the Company (the “**Board**”) proposed that the authorised share capital of the Company will be increased from HK\$20,000,000 (divided into 2,000,000,000 ordinary shares of the Company (“**Shares**”)) to HK\$50,000,000 (divided into 5,000,000,000 Shares), subject to the passing of an ordinary resolution of the shareholders of the Company at the forthcoming annual general meeting. In order to provide greater flexibility for future expansion and growth, the Board proposed to revise the increase in the authorised share capital of the Company to HK\$100,000,000 (divided into 10,000,000,000 Shares). Further details regarding, among others, the proposed increase in the authorised share capital of the Company will be set out in the circular of the Company to be despatched to shareholders as soon as practicable.

#### **(2) RETIREMENT OF NON-EXECUTIVE DIRECTORS**

The Board announces that Mr. Ip Tak Chuen Edmond (“**Mr. Ip**”) and Mr. Tsang Tse Wai, Claudius (“**Mr. Tsang**”), each a non-executive director of the Company, will retire by rotation in accordance with the Articles of Association of the Company at the forthcoming annual general meeting of the Company to be held on 2 June 2016 and will not offer himself for re-election due to his decision to devote more time on his other commitments and personal interests.

Both Mr. Ip and Mr. Tsang have confirmed that they have no disagreement with the Board and there is no matter with respect to their retirement that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Ip and Mr. Tsang for their valuable contribution to the Company during their tenure of service as directors of the Company.

By order of the Board  
**Real Nutraceutical Group Limited**  
**Poon Yick Pang, Philip**  
*Company Secretary*

Hong Kong, 29 April 2016

*As at the date of this announcement, the executive Directors are Mr. Wang Fucai, Mr. Yu Yan, Mr. Li Lin, Mr. Yi Lin, Mr. Zhang Yan and Ms. Au-Yeung Kam Ling Celeste; the non-executive Directors are Mr. Ip Tak Chuen Edmond and Mr. Tsang Sze Wai Claudius; the independent non-executive Directors are Dr. Wong Lung Tak Patrick, BBS, J.P., Dr. Fong Chi Wah, Mr. Xu Hua Feng and Mr. Chan Kee Ming.*