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New Ray Medicine
新銳醫藥

New Ray Medicine International Holding Limited

新銳醫藥國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 6108)

(1) ESTABLISHMENT OF INDEPENDENT BOARD COMMITTEE; AND (2) CONTINUED SUSPENSION OF TRADING

This announcement is made by New Ray Medicine International Holding Limited (“**Company**”, together with its subsidiaries, referred to as the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**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 announcement of the Company dated 6 October 2017 in relation to the suspension of trading of the shares of the Company on the Stock Exchange (“**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

ESTABLISHMENT OF INDEPENDENT BOARD COMMITTEE

As announced in the Announcement, the SFC has on 6 October 2017 issued the Rule 8(1) Direction to suspend trading in the shares of the Company (“**Suspension**”) with effect from 9:00 a.m. on 6 October 2017 as it appears to the SFC that, among others, the announcements of the Company in relation to the acquisition of 50% interest in Saike International Medical Group Limited (“**Saike Acquisition**”) and the acquisition of 15% interest in Eternal Charm International Limited (now known as “WinHealth International Company Limited”) (“**WinHealth Acquisition**”, together with the Saike Acquisition, referred to as the “**Acquisitions**”) may have contained materially false, incomplete or misleading information.

In view of the Suspension, the Board has established an independent board committee (“**IBC**”) comprising two independent non-executive Directors, namely Ms. Li Sin Ming, Ivy and Mr. Leung Chi Kin with Ms. Li Sin Ming, Ivy being appointed as the chairman of the IBC. The scope of the primary duties of the IBC includes:

- (i) conduct an independent investigation into the issues relating to the Acquisitions and to obtain external legal or other independent professional advice if required; and
- (ii) deal with the issues and matters in relation to the Suspension.

The Company will make further announcement(s) to update the shareholders of the Company and potential investors on the progress of the investigation conducted by the IBC as and when appropriate.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company has been suspended effective from 9:00 a.m. on 6 October 2017 by the Stock Exchange as directed by the SFC in accordance with Rule 8(1) Direction. Trading in the shares of the Company will remain suspended until further notice.

The Company reminds the shareholders of the Company and potential investors that they should refer to the announcements published on the respective websites of the Stock Exchange and the Company for any information relating to the Group.

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

On behalf of the Board
New Ray Medicine International Holding Limited
Zhou Ling
Chairman & Executive Director

Hong Kong, 12 January 2018

As of the date of this announcement, the executive Directors are Mr. Zhou Ling and Ms. Yang Fang; and the independent non-executive Directors are Mr. Ho Hau Cheung, SBS, MH, Mr. Leung Chi Kin and Ms. Li Sin Ming, Ivy.