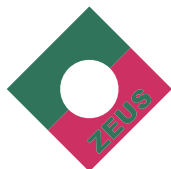


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Zhongzhi Pharmaceutical Holdings Limited

中智藥業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3737)

POLL RESULTS OF 2018 ANNUAL GENERAL MEETING AND RETIREMENT OF DIRECTOR, MEMBERS OF REMUNERATION COMMITTEE AND NOMINATION COMMITTEE AND AUTHORISED REPRESENTATIVE

The Board is pleased to announce that all resolutions proposed at the AGM held on 14 May 2018 were duly passed by the Shareholders by way of poll at the AGM.

The board of directors (the “**Board**”) of Zhongzhi Pharmaceutical Holdings Limited (the “**Company**”) is pleased to announce that all the proposed resolutions as set out in the notice of annual general meeting of the Company dated 12 April 2018 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the annual general meeting of the Company held on 14 May 2018 (the “**AGM**”).

As at the date of the AGM, the total number of shares in the issued share capital of the Company was 840,000,000 shares. There were no shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions proposed at the AGM. None of the Shareholders were required to abstain from voting at the AGM. Accordingly, there were a total of 840,000,000 shares, representing the entire issued share capital of the Company, entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM.

The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of votetaking.

The poll results in respect of all the resolutions at the AGM are set out as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		FOR	AGAINST
1.	To receive and approve the audited consolidated financial statements and the reports of the directors and the auditor of the Company for the year ended 31 December 2017	629,680,000 (100.00%)	0 (0.00%)
2.	<p>(a) the declaration and payment of a final dividend of HK2.21 cents per ordinary share out of the Share Premium account of the Company (the “Final Dividend”) to shareholders of the Company whose names appear on the register of members of the Company on the record date fixed by the board of directors (the “Board”) for determining the entitlements to the Final Dividend be and is hereby approved; and</p> <p>(b) any director of the Company be and is hereby authorised to take such action, do such things and execute such further documents as the director may at his absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Final Dividend</p>	629,680,000 (100.00%)	0 (0.00%)
3.	<p>(a) the declaration and payment of a special dividend of HK1.709 cents per ordinary share out of the share premium account of the Company (the “Special Dividend”) to shareholders of the Company whose names appear on the register of members of the Company on the record date fixed by the Board for determining the entitlements to the Special Dividend be and is hereby approved; and</p> <p>(b) any director of the Company be and is hereby authorised to take such action, do such things and execute such further documents as the director may at his absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Special Dividend</p>	629,680,000 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		FOR	AGAINST
4.	(a) to re-elect Mr. Lai Zhi Tian as an executive director	629,680,000 (100.00%)	0 (0.00%)
	(b) to re-elect Mr. Cao Xiao Jun as an executive director	629,680,000 (100.00%)	0 (0.00%)
5.	To authorise the board of directors of the Company (the “ Board ”) to fix the remuneration of all the directors of the Company for the year ending 31 December 2018	629,680,000 (100.00%)	0 (0.00%)
6.	To re-appoint Ernst & Young as the auditor of the Company and to authorise the Board to fix their remuneration for the year ending 31 December 2018	629,680,000 (100.00%)	0 (0.00%)
7.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company	629,680,000 (100.00%)	0 (0.00%)
8.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares in the Company not exceeding 20% of the total number of issued shares of the Company	625,973,000 (99.41%)	3,707,000 (0.59%)
9.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with shares by the number of shares repurchased	625,973,000 (99.41%)	3,707,000 (0.59%)

As more than 50% of the votes were cast in favour of each of the above resolutions no. 1 to no. 9, all such resolutions were duly passed as ordinary resolutions of the Company.

RETIREMENT OF DIRECTOR, MEMBERS OF REMUNERATION COMMITTEE AND NOMINATION COMMITTEE AND AUTHORISED REPRESENTATIVE

The Board also announces with regrets that Ms. Mou Li (“**Ms. Mou**”) ceased to be an executive director of the Company upon her retirement from the Board at the conclusion of the AGM in accordance with the articles of association of the Company. As Ms. Mou would like to retire, therefore, she has not offered herself for re-election.

Following the retirement with effect following the conclusion of the AGM, Ms. Mou ceased to be a member of each of the remuneration committee and nomination committee of the Company. Ms. Mou also ceased to be an authorised representative of the Company for accepting service of process and notices on the Company's behalf in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

Ms. Mou has confirmed that she has no disagreement with the Board and there is no matter that needs to be brought to the attention of the Shareholders in respect of her retirement.

The Board wishes to express its appreciation for the valuable contribution of Ms. Mou during her tenure of office.

By order of the Board
Zhongzhi Pharmaceutical Holdings Limited
Mr. Lai Zhi Tian
Chairman and Executive Director

Hong Kong, 14 May 2018

As at the date of this announcement, the Board comprises seven directors. The executive directors are Mr. Lai Zhi Tian, Mr. Cao Xiao Jun and Mr. Cheng Jin Le. The non-executive director is Ms. Jiang Li Xia. The independent non-executive directors are Mr. Ng Kwun Wan, Mr. Wong Kam Wah and Mr. Zhou Dai Han.