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WAI YUEN TONG MEDICINE HOLDINGS LIMITED
(位元堂藥業控股有限公司*)
(Incorporated in Bermuda with limited liability)
(Stock Code: 897)

**POLL RESULTS OF SPECIAL GENERAL MEETING
HELD ON 12 FEBRUARY 2014 IN RELATION TO
UNDERWRITING OF THE RIGHTS ISSUE PROPOSED BY
CHINA AGRI-PRODUCTS EXCHANGE LIMITED**

The Board is pleased to announce that the ordinary resolution set out in the SGM Notice to approve the Underwriting Agreement was duly passed by the independent Shareholders at the SGM held on 12 February 2014 by way of poll.

Reference is made to the circular of Wai Yuen Tong Medicine Holdings Limited (the “**Company**”) dated 23 January 2014 (the “**Circular**”) in relation to the Underwriting Agreement and the transactions contemplated thereunder. Capitalised terms used herein shall have the same meanings as defined in the Circular unless otherwise stated.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the ordinary resolution set out in the notice of the SGM dated 23 January 2014 (the “**SGM Notice**”) to approve the Underwriting Agreement and the transactions contemplated thereunder was duly passed by the Shareholders, other than Rich Time Strategy Limited (“**Rich Time**”), an indirect wholly-owned subsidiary of WOG, which held 729,042,034 Shares as at the date of the SGM and has abstained from voting, at the SGM held on 12 February 2014 by way of poll. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, was appointed and acted as the scrutineer for the vote-taking at the SGM.

* *For identification purpose only*

The poll results of the ordinary resolution proposed at the SGM are as follows:

Ordinary resolution	Number of Shares represented by votes (Approximate %)		Total number of Shares voted (Approximate %)
	For	Against	
To approve the underwriting of 228 million Rights Shares in CAP pursuant to the conditional Underwriting Agreement and the transactions contemplated thereunder	812,885,855 (99.99%)	44,000 (0.01%)	812,929,855 (100.00%)

Note: The full text of the above resolution proposed at the SGM is set out in the SGM Notice.

As disclosed in the Circular, Rich Time (as a holder of 729,042,034 Shares, representing approximately 24.87% of the total issued share capital of the Company as at the date of the SGM) is required to abstain from voting on the proposed resolution to approve the Underwriting Agreement at the SGM. The Board confirms that Rich Time has abstained from voting on the proposed resolution to approve the Underwriting Agreement and the transactions contemplated thereunder at the SGM. Save as disclosed above, no Shareholder has stated their intention in the Circular to vote against or to abstain from voting on the resolution at the SGM.

As at the date of the SGM, the total number of issued Shares was 2,931,142,969 Shares, of which 729,042,034 Shares, representing approximately 24.87% of the total issued share capital of the Company, were held by Rich Time. Accordingly, for the purpose of the Listing Rules, the total number of Shares entitling the holders thereof to attend and vote for or against the resolution proposed at the SGM was 2,202,100,935 Shares, representing approximately 75.13% of the total issued share capital of the Company and there was no Share entitling the Shareholders to attend the SGM but abstain from voting in favour of the resolution proposed at the SGM.

By Order of the Board
Wai Yuen Tong Medicine Holdings Limited
 (位元堂藥業控股有限公司*)
Mak Yuen Ming, Anita
Company Secretary

Hong Kong, 12 February 2014

As at the date of this announcement, the executive Directors are Mr. Tang Ching Ho, Mr. Chan Chun Hong, Thomas and Ms. Tang Mui Fun and the independent non-executive Directors are Mr. Siu Man Ho, Simon, Mr. Yuen Chi Choi, Mr. Leung Wai Ho and Mr. Cho Wing Mou.

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