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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 8 APRIL 2015 IN RELATION TO THE UNDERWRITING OF THE RIGHTS SHARES OF CHINA AGRI-PRODUCTS EXCHANGE LIMITED AND RE-ELECTION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that the ordinary resolutions set out in the SGM Notice and the Supplemental SGM Notice to approve the Underwriting Agreement and the transactions contemplated thereunder and the re-election of Mr. Li Ka Fai, David as an independent non-executive Director were duly passed by the Independent Shareholders and/or Shareholders at the SGM held on 8 April 2015 by way of poll.

References are made to the circular (the “**Circular**”), the notice of special general meeting (the “**SGM Notice**”) and the supplemental notice of the special general meeting (the “**Supplemental SGM Notice**”) of Wai Yuen Tong Medicine Holdings Limited (the “**Company**”) dated 13 March 2015, 13 March 2015 and 18 March 2015, respectively, in relation to the Underwriting Agreement and the re-election of Mr. Li Ka Fai, David as an independent non-executive Director. Capitalised terms used herein shall have the same meanings as defined in the Circular and the Supplemental SGM Notice unless otherwise stated.

POLL RESULTS OF THE SGM

The Board is pleased to announce that (a) ordinary resolution numbered (1) set out in the SGM Notice to approve the Underwriting Agreement and the transactions contemplated thereunder was duly passed by the Shareholders (other than the WOG Group, which held 864,542,034 Shares as at the date of the SGM and abstained from voting) (the “**Independent Shareholders**”) at the SGM by way of poll; and (b) ordinary resolution numbered (2) set out in the Supplemental SGM Notice to re-elect Mr. Li Ka Fai, David as an independent non-executive Director was duly passed by the Shareholders at the SGM by way of poll.

* *For identification purpose only*

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.

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

Ordinary resolutions		Number of Shares represented by votes (Approximate %)		Total number of Shares voted (%)
		For	Against	
1.	To approve the underwriting of 660 million Rights Shares in CAP pursuant to the conditional Underwriting Agreement and the transactions contemplated thereunder.	355,761,929 (99.97%)	100,000 (0.03%)	355,861,929 (100.00%)
2.	To re-elect Mr. Li Ka Fai, David as an independent non-executive Director.	1,198,793,963 (99.12%)	10,610,000 (0.88%)	1,209,403,963 (100.00%)

Note: The full text of the above resolutions proposed at the SGM are set out in the SGM Notice and the Supplemental SGM Notice.

As disclosed in the Circular, the WOG Group, holding 864,542,034 Shares (representing approximately 20.50% of the total issued share capital of the Company) as at the date of the SGM, should, and did, abstain from voting in favour of the above ordinary resolution numbered (1). Accordingly, for the purposes of the Listing Rules, the total number of Shares entitling the holders thereof to attend and vote for or against the ordinary resolution numbered (1) at the SGM was 3,352,600,935 (representing approximately 79.50% of the total issued share capital of the Company).

As at the date of the SGM, the total number of issued Shares was 4,217,142,969. The total number of Shares entitling the holders thereof to attend and vote for or against the ordinary resolution numbered (2) proposed at the SGM was 4,217,142,969.

Save as disclosed above, no Shareholders have stated their intention in the Circular or the Supplemental SGM Notice to vote against or to abstain from voting on the above resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions 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*)
Chan Chun Hong, Thomas
Managing Director

Hong Kong, 8 April 2015

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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. Leung Wai Ho, Mr. Cho Wing Mou and Mr. Li Ka Fai, David.