

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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)**

**COMPLETION OF TOP-UP PLACING, TOP-UP SUBSCRIPTION  
AND NEW ISSUE PLACING**

**Placing Agent**



**KINGSTON SECURITIES LTD.**

The Board is pleased to announce that all conditions set out in the Top-up Placing and Subscription Agreement and the New Issue Placing Agreement have been fulfilled and the Top-up Placing, the Top-up Subscription and the New Issue Placing were completed on 5 December 2012, 11 December 2012 and 7 January 2013, respectively, in accordance with the terms and conditions of the Top-up Placing and Subscription Agreement and the New Issue Placing Agreement. An aggregate of 250,000,000 Top-up Placing Shares and 157,000,000 New Issue Placing Shares have been successfully placed at a price of HK\$0.125 per WYT Share pursuant to the Top-up Placing and Subscription Agreement and the New Issue Placing Agreement.

Reference is made to the joint announcement published by Wai Yuen Tong Medicine Holdings Limited (the “**Company**”) and Wang On dated 30 November 2012 (the “**Announcement**”) in relation to, among other things, the Top-up Placing, the Top-up Subscription and the New Issue Placing. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcement unless otherwise stated.

The board of directors of the Company (the “**Board**”) is pleased to announce that all conditions set out in the Top-up Placing and Subscription Agreement and the New Issue Placing Agreement have been fulfilled and the Top-up Placing, the Top-up Subscription and the New Issue Placing were completed on 5 December 2012, 11 December 2012 and 7 January 2013, respectively, in accordance with the terms and conditions of the Top-up Placing and Subscription Agreement and the New Issue Placing Agreement. An aggregate of 250,000,000 Top-up Placing Shares and 157,000,000 New Issue Placing Shares have been successfully placed at a price of HK\$0.125 per WYT Share pursuant to the Top-up Placing and Subscription Agreement and the New Issue Placing Agreement. The net proceeds from the Top-up Subscription and the New Issue Placing amounted to approximately HK\$49.0 million and the net proceeds raised per WYT Share upon completion of the Top-up Subscription and the New Issue Placing were approximately HK\$0.12.

\* For identification purpose only

Each of the Top-Up Placing Shares and the New Issue Placing Shares has been placed to not fewer than six Placees. To the best of the directors of the Company's knowledge, information and belief, having made all reasonable enquiries, the Placees and their ultimate beneficial owners are independent third parties and are not connected persons of the Company and its connected persons.

None of the Placees has become substantial shareholders (as defined under the Listing Rules) of the Company as a result of the Top-up Placing and the New Issue Placing.

The table below set out the changes to the shareholding structure of the Company as a result of completion of the Top-up Placing, the Top-up Subscription and the New Issue Placing:

	Immediately before the Top-up Placing and the Top-up Subscription		Immediately after completion of the Top-up Placing and the Top-up Subscription		Immediately after completion of the Top-up Placing, the Top-up Subscription and the New Issue Placing	
	Number of WYT Shares	Approximate % of shareholding	Number of WYT Shares	Approximate % of shareholding	Number of WYT Shares	Approximate % of shareholding
The Vendor (Notes 1 and 2)	509,042,034	25.00%	509,042,034	22.27%	509,042,034	20.84%
Placees under the Top-up Placing (Note 2)	-	0.00%	250,000,000	10.93%	250,000,000	10.23%
Placees under the New Issue Placing (Note 3)	-	0.00%	-	0.00%	157,000,000	6.43%
Other public Shareholders	1,527,100,935	75.00%	1,527,100,935	66.80%	1,527,100,935	62.50%
<b>Total</b>	<b>2,036,142,969</b>	<b>100.00%</b>	<b>2,286,142,969</b>	<b>100.00%</b>	<b>2,443,142,969</b>	<b>100.00%</b>

Notes:

1. The Vendor is wholly owned by Wang On Enterprises (BVI) Limited, which is a wholly-owned subsidiary of Wang On.
2. Such WYT Shares were allotted and issued upon completion of the Top-up Placing and the Top-up Subscription.
3. Such WYT Shares were allotted and issued upon completion of the New Issue Placing.

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, 7 January 2013

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

\* For identification purpose only