

Unless otherwise defined herein, capitalized terms in this announcement shall have the same meanings as those defined in the prospectus dated October 17, 2016 (the “**Prospectus**”) issued by China Resources Pharmaceutical Group Limited (the “**Company**”).

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This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the Shares thereby offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia) or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States or in any other jurisdiction. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or any state securities laws of the United State. The Shares may not be offered or sold in the United States except pursuant to effective registration or in accordance with an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There will be no public offer of the Shares in the United States. Any offering of the Shares to be made in the United States will be made solely to qualified institutional buyers as defined in Rule 144A under the U.S. Securities Act pursuant to an exemption from the registration requirements under the U.S. Securities Act and by means of an offering memorandum that may be obtained from the Company and that will contain detailed information about the Company and management, as well as financial statements. The Shares are also being offered and sold outside the United States in offshore transactions in accordance with Regulation S under the U.S. Securities Act.

In connection with the Global Offering, Goldman Sachs (Asia) L.L.C., as the stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be conducted at the absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing action is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing actions cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Saturday, November 19, 2016, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken. Demand for the Shares, and therefore the price of the Shares, could fall.



華潤醫藥集團有限公司

China Resources Pharmaceutical Group Limited

(Incorporated in Hong Kong with limited liability)

GLOBAL OFFERING

- Number of Offer Shares under the Global Offering** : 1,543,141,500 Shares (subject to the Over-allotment Option)
- Number of Hong Kong Offer Shares** : 77,158,000 Shares (subject to reallocation)
- Number of International Offer Shares** : 1,465,983,500 Shares (subject to reallocation and the Over-allotment Option)
- Maximum Offer Price** : HK\$10.15 per Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
- Stock code** : 3320

Joint Sponsors

(in alphabetical order)

BofA Merrill Lynch



Goldman Sachs

Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



Goldman Sachs

BofA Merrill Lynch



Morgan Stanley

Joint Bookrunners and Joint Lead Managers

CMS 招商證券

ICBC 工銀國際

HSBC

MIZUHO

中信建投國際
China Securities International

BOC INTERNATIONAL

招銀國際
CMB INTERNATIONAL

農銀國際
ABC INTERNATIONAL

J.P.Morgan

Application has been made by the Company to the Listing Committee of the Hong Kong Stock Exchange for the listing of, and permission to deal in, the Shares in issue and the Offer Shares to be issued as described in the Prospectus pursuant to the Global Offering (including any Shares which may be issued pursuant to the exercise of the Over-allotment Option). Dealings in the Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Friday, October 28, 2016. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at www.crpharm.com and the website of the Hong Kong Stock Exchange at www.hkexnews.hk.

The Global Offering comprises the Hong Kong Public Offering of 77,158,000 Shares (subject to reallocation) representing approximately 5% of the Offer Shares initially available under the Global Offering, and the International Offering of 1,465,983,500 Shares (subject to reallocation and the Over-allotment Option) representing approximately 95% of the Offer Shares initially available under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed "Structure of the Global Offering" in the Prospectus.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which is exercisable by the Joint Global Coordinators on behalf of the International Underwriters from the Listing Date until 30 days after the last day for the lodging of applications under the Hong Kong Public Offering, to require the Company to allot and issue up to 231,471,000 additional Shares, representing approximately 15% of the number of Offer Shares initially available under the Global Offering, at the Offer Price to cover, among other things, over-allocations in the International Offering, if any.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Hong Kong Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Hong Kong Stock Exchange or on any other date as may be determined by HKSCC. Settlement of transactions between participants of the Hong Kong Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$10.15 per Offer Share and is expected to be not less than HK\$8.45 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$10.15 for each Hong Kong Offer Share together with brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$10.15 per Offer Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the Application Forms and the designated website (www.hkeipo.hk) for the **HK eIPO White Form**. Applicants who would like to have the allotted Hong Kong Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms, or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at www.hkeipo.hk under the **HK eIPO White Form** service. Applicants who would like to have the allotted Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Form, may be collected during normal business hours from 9:00 a.m. on Monday, October 17, 2016, until 12:00 noon on Thursday, October 20, 2016 from:

1. any of the following offices of the Hong Kong Underwriters:

China International Capital Corporation

Hong Kong Securities Limited

29/F, One International Finance Centre

1 Harbour View Street

Central

Hong Kong

Goldman Sachs (Asia) L.L.C.

68/F, Cheung Kong Center

2 Queen's Road Central

Hong Kong

Merrill Lynch Far East Limited

55/F, Cheung Kong Center

2 Queen's Road Central

Central

Hong Kong

CCB International Capital Limited

12/F., CCB Tower

3 Connaught Road Central

Central

Hong Kong

Morgan Stanley Asia Limited

46/F, International Commerce Centre

1 Austin Road West

Kowloon

Hong Kong

China Merchants Securities (HK) Co., Limited

48th Floor, One Exchange Square

8 Connaught Place

Central

Hong Kong

ICBC International Securities Limited

37/F, ICBC Tower

3 Garden Road

Hong Kong

**The Hongkong and Shanghai Banking
Corporation Limited**

1 Queen's Road Central

Hong Kong

Mizuho Securities Asia Limited

12/F, Chater House

8 Connaught Road Central

Hong Kong

**China Securities (International) Corporate
Finance Company Limited**

18/F, Two Exchange Square

8 Connaught Place

Central

Hong Kong

BOCI Asia Limited

26/F, Bank of China Tower
 1 Garden Road
 Central
 Hong Kong

CMB International Capital Limited

Units 1803-4, 18/F, Bank of America Tower
 12 Harcourt Road
 Central
 Hong Kong

ABCI Securities Company Limited

10/F, Agricultural Bank of China Tower
 50 Connaught Road Central
 Hong Kong

J.P. Morgan Securities (Asia Pacific) Limited

28/F, Chater House
 8 Connaught Road Central
 Hong Kong

2. any of the following branches of the receiving bank:

Bank of China (Hong Kong) Limited

<u>District</u>	<u>Branch Name</u>	<u>Address</u>
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
	Gilman Street Branch	136 Des Voeux Road Central
	Sheung Wan Branch	Shop 1-4, G/F, Tung Hip Commercial Building., 244-248 Des Voeux Road Central
	Harbour Road Branch	Shop 4, G/F, Causeway Centre, 28 Harbour Road, Wan Chai
	Causeway Bay Branch	505 Hennessy Road, Causeway Bay, Hong Kong
	North Point (King's Centre) Branch	193-209 King's Road, North Point
	Lee Chung Street Branch	29-31 Lee Chung Street, Chai Wan
	Aberdeen Branch	25 Wu Pak Street, Aberdeen

District	Branch Name	Address
Kowloon	Mong Kok Branch	589 Nathan Road, Mong Kok
	Jordan Road Branch	1/F, Sino Cheer Plaza, 23-29 Jordan Road
	Tsim Sha Tsui Branch	24-28 Carnarvon Road, Tsim Sha Tsui, Kowloon
	Whampoa Garden Branch	Shop G8B, Site 1, Whampoa Garden, Hung Hom
	Mei Foo Mount Sterling Mall Branch	Shop N47-49 Mount Sterling Mall, Mei Foo Sun Chuen
	Ma Tau Kok Road Branch	39-45 Ma Tau Kok Road, To Kwa Wan
	Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwun Tong
	Tseung Kwan O Plaza Branch	Shop 112-125, Level 1, Tseung Kwan O Plaza, Tseung Kwan O
New Territories	Tuen Mun San Hui Branch	G13-G14 Eldo Court, Heung Sze Wui Road, Tuen Mun
	Kau Yuk Road Branch	18-24 Kau Yuk Road, Yuen Long
	Tai Po Branch	68-70 Po Heung Street, Tai Po Market
	Fo Tan Branch	No 2, 1/F Shatin Galleria, 18-24 Shan Mei Street, Fo Tan

Copies of the Prospectus, together with the **YELLOW** Application Form, may be collected during normal business hours from 9:00 a.m. on Monday, October 17, 2016 until 12:00 noon on Thursday, October 20, 2016 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or banker's cashier order attached and marked payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED — CHINA RESOURCES PHARMACEUTICAL PUBLIC OFFERING" for payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above on such dates and during such time as specified in the Application Forms.

Applicants applying through the **HK eIPO White Form** service may submit applications through the designated website at www.hkeipo.hk from 9:00 a.m. on Monday, October 17, 2016 until 11:30 a.m. on Thursday, October 20, 2016 (24 hours daily, except on the last application date) or such later time as described in the section "How to Apply for the Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m., Monday, October 17, 2016 until 12:00 noon, Thursday, October 20, 2016 or such later time as described in the section headed “How to Apply for the Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for the Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering (i) in the South China Morning Post (in English); (ii) in the Hong Kong Economic Times (in Chinese); (iii) on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and (iv) on the Company’s website (www.crpharm.com) on Thursday, October 27, 2016. The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels at the time and dates and in the manner specified in the section headed “How to Apply for the Hong Kong Offer Shares — 11. Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title in respect of the Shares. No receipt will be issued for sum paid on application. Share certificates will only become valid at 8:00 a.m. on Friday, October 28, 2016 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination ” in the Prospectus has not been exercised. Dealings in the Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Friday, October 28, 2016. The Shares will be traded in board lots of 500 Shares each. The stock code of the Shares is 3320.

By order of the Board of Directors
China Resources Pharmaceutical Group Limited
Chairman
Fu Yuning

Hong Kong, October 17, 2016

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Fu Yuning, Mr. Chen Rong, Mr. Yu Zhongliang, Mr. Wang Chenyang and Ms. Wang Jing as non-executive Directors, Mr. Wang Chuncheng, Mr. Song Qing and Mr. Li Guohui as executive Directors, Mr. Tsang Hing Lun, Mr. Kwok Kin Fun, Mr. Fu Tingmei and Mr. Zhang Kejian as independent non-executive Directors.

Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).