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**LUYE PHARMA GROUP LTD.**

**绿叶制药集团有限公司**

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 02186)**

**MAJOR TRANSACTION REGARDING THE ACQUISITION OF EQUITY INTEREST  
IN BEIJING JIALIN PHARMACEUTICAL CO., LTD.**

**FURTHER EXTENSION OF LONG-STOP DATE  
AND  
FURTHER DELAY IN DESPATCH OF CIRCULAR**

References are made to the announcements of Luye Pharma Group Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 27 August 2014, 6 October 2014 and 24 October 2014 in relation to the Group’s acquisition of equity interest in Beijing Jialin Pharmaceutical Co., Ltd. (the “**Target**”). Unless otherwise stated herein, capitalised terms used in this announcement have the same meanings as those defined in the announcement of the Company dated 24 October 2014 in relation to the acquisition of 42.02% equity interest in the Target.

On 5 November 2014, the Purchaser, Mylin Holdings and the Target entered into second supplemental agreement to the First Tranche Agreement pursuant to which the parties agreed to further extend the Long-stop Date to 5 December 2014. Save as disclosed above, all other terms and conditions of the Agreements and the Remaining Equity Interest Agreements remain the same.

As previously announced by the Company on 24 October 2014, the Circular (together with the notice of the special general meeting and the proxy form) was expected to be despatched to the Shareholders on or before 5 November 2014. As the Company is still finalising the contents of the Circular, the Company expects to despatch the Circular to the Shareholders on or before 20 November 2014.

**Shareholders and potential investors should note that completion of the Acquisitions and the Remaining Equity Interest Acquisitions is subject to conditions precedent to be fulfilled. The Acquisitions and the Remaining Equity Interest Acquisitions may or may not proceed as contemplated or at all. Shareholders and potential investors should also note that there are risks associated with the Acquisitions and the Remaining Equity Interest Acquisitions and they should consider and assess all the risks carefully. Shareholders and potential investors are reminded to exercise extreme caution when dealing in the Shares and other securities of the Company.**

By Order of the Board  
**LUYE PHARMA GROUP LTD.**  
**Liu Dian Bo**  
*Chairman*

Hong Kong, 5 November 2014

*As at the date of this announcement, the Executive Directors of the Company are Mr. LIU Dian Bo, Mr. YUAN Hui Xian, Mr. YANG Rong Bing and Ms. ZHU Yuan Yuan; the Non-executive Directors are Mr. PAN Jian, Mr. LIU Dong and Ms. WANG Xin; and the Independent Non-executive Directors are Mr. ZHANG Hua Qiao, Professor LO Yuk Lam, Mr. LEUNG Man Kit and Mr. CHOY Sze Chung Jojo.*