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**上海復旦張江生物醫藥股份有限公司**

**Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd.\***

*(a joint stock limited company incorporated in the People's Republic of China)*

**(Stock code: 8231)**

## **DELAY IN DESPATCH OF CIRCULAR**

Reference is made to the announcements of the Company dated 10 August 2010 (the “**Announcements**”) in relation to the continuing connected transactions under the Sales and Distribution Agreement entered into between the Company and Shanghai Pharmaceutical Distribution, and the proposed amendments to the Articles of Association. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings ascribed to them in the Announcements.

As stated in the Announcements, a circular (the “**Circular**”) containing, among other things, details of the Transactions, a letter from the independent financial adviser containing its advice to the Independent Board Committee on the Transactions, the recommendation of the Independent Board Committee regarding the Transactions to the Independent Shareholders, the details of the proposed amendments to the Articles of Association and the notice of the EGM is expected to be dispatched to the Shareholders on or before 30 August 2010.

As additional time is required for the Company to prepare and finalise certain information to be contained in the Circular, including, in particular, the estimated sales amounts in the Shanghai area, the despatch date of the Circular will be postponed to the date on or before 10 September 2010.

By order of the Board  
**Wang Hai Bo**  
Chairman

As at the date of this announcement, the Board comprises:

Mr. Wang Hai Bo (Executive Director)  
Mr. Su Yong (Executive Director)  
Mr. Zhao Da Jun (Executive Director)  
Ms. Fang Jing (Non-executive Director)  
Mr. Zhou Jie (Non-executive Director)  
Mr. Guo Jun Yu (Non-executive Director)  
Mr. Hao Hong Quan (Non-executive Director)  
Mr. Zhu Ke Qin (Non-executive Director)  
Mr. Pan Fei (Independent Non-executive Director)  
Mr. Cheng Lin (Independent Non-executive Director)  
Mr. Weng De Zhang (Independent Non-executive Director)

Shanghai, the PRC  
30 August 2010

*\* For identification purpose only.*

*This announcement, for which the directors of the issuer collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the issuer. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this document misleading.*

*This announcement will remain on the GEM website for at least 7 days from the date of its posting.*