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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)

POLL RESULT OF EXTRAORDINARY GENERAL MEETING

The board of directors of the Company hereby announces that the resolution as set out in the notice of the extraordinary general meeting (the "EGM") was duly passed by poll at the EGM held on 9 October 2013.

Reference is made to the notice of the EGM and the circular (the "**Circular**") dated 23 August 2013 of Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd. (the "**Company**"). Unless otherwise defined, terms used herein shall have the same meaning as defined in the Circular.

1. CONVENING AND ATTENDANCE OF THE EGM

(1) Convening of the EGM

The EGM was held at No. 308 Cailun Road, Zhangjiang Hi-tech Park, Pudong New Zone, Shanghai, PRC on Wednesday, 9 October 2013.

The EGM was convened by the Board and chaired by Mr. Wang Hai Bo, the Chairman of the Company, as on-site meeting. No resolution has been vetoed or amended at the EGM. No new proposal has been submitted for voting and approval.

(2) Attendance of the EGM

As of the book closure date referred to in the Circular, the total number of issued shares of the Company (the “**Shares**”) was 887,500,000 Shares, of which 547,500,000 Shares were Domestic Shares and 340,000,000 Shares were H Shares.

The total number of Shares entitling the holders to attend and vote for or against the resolution at the EGM was 887,500,000 Shares. The total number of Shares entitling the holders to attend and vote only against the resolution at the EGM was 0. The total number of Shares with voting rights represented by the holders of Shares (the “**Shareholders**”) attending the EGM in person or by proxy was 635,160,000 Shares, representing approximately 71.57% of the total number of issued Shares.

Certain Directors, supervisors and the company secretary of the Company attended the EGM. The EGM was convened and conducted in compliance with the requirements of the relevant laws and regulations and the Articles of Association of the Company.

2. VOTING RESULT OF THE EGM

Ordinary Resolution	Number of votes cast and approximate percentage of total number of votes cast (%)			Total number of votes cast
	For	Against	Abstain	
1. Resolved to approve the appointment of Mr. Lam Yiu Kin as an independent non-executive Director.	635,160,000 (100%)	0 (0%)	0 (0%)	635,160,000

The above resolution was duly passed. Shareholders may refer to the notice of the EGM and the Circular for details of the resolution.

The auditor of the Company, PricewaterhouseCoopers, was appointed as scrutineer for vote-taking. The poll result was subject to scrutiny by PricewaterhouseCoopers, Certified Public Accountants, whose work was limited to certain procedures requested by the Company to agree the poll result summary prepared by the Company to poll forms collected and provided by the Company to PricewaterhouseCoopers. The work performed by PricewaterhouseCoopers in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants, nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By Order of the Board
Wang Hai Bo
Chairman

As at the date on the publication 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)
Ms. Ke Ying (Non-executive Director)
Mr. Shen Bo (Non-executive Director)
Ms. Yu Xiao Yang (Non-executive Director)
Mr. Pan Fei (Independent Non-executive Director)
Mr. Cheng Lin (Independent Non-executive Director)
Mr. Zhou Zhong Hui (Independent Non-executive Director)
Mr. Lam Yiu Kin (Independent Non-executive Director)

Shanghai, the PRC

9 October 2013

** For identification purpose only*

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