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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)**

### **CHANGE OF DIRECTORS**

Reference is made to the announcement of Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd. (the “**Company**”) dated 16 August 2013 and the circular of the Company dated 23 August 2013, in relation to, among other things, the proposed new appointment of director.

Mr. Lam Yiu Kin (“**Mr. Lam**”) has been newly appointed as an independent non-executive director of the fourth session of the board of directors of the Company (the “**Board**”) effective upon conclusion of the extraordinary general meeting of the Company (the “**EGM**”) held on 9 October 2013.

The biographical details of Mr. Lam required to be disclosed pursuant to Rule 17.50(2) the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) is set out as follows:

**Mr. Lam Yiu Kin**, 58, graduated from Hong Kong Polytechnic University. He is a fellow member of the Association of Chartered Certified Accountants (ACCA), the Institute of Chartered Accountants in England & Wales (ICAEW), the Institute of Chartered Accountants in Australia (ICAA), and Hong Kong Institute of Certified Public Accountants (HKICPA). He is presently an Adjunct Professor in the School of Accounting and Finance, The Hong Kong Polytechnic University, and a committee member of the Hong Kong Management Association. He used to be a member of the Listing Committee of the Stock Exchange, a committee member of HKICPA, and a partner with PricewaterhouseCoopers Hong Kong. Mr. Lam has extensive experiences in

accounting, auditing and business consulting.

Mr. Lam has no interest, deemed interest or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance).

Mr. Lam held no other positions in the Company or any of its subsidiaries, or any directorship in other listed public companies in the last three years, or has any relationship with any Directors, senior management and substantial shareholders of the Company. There is no information relating to Mr. Lam that is required to be disclosed pursuant to Rule 17.50(2) (h) to (v) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “**GEM Listing Rules**”). Save as disclosed above, there is no other matter in relation to the appointment of Mr. Lam that needs to be brought to the attention of the shareholders.

The term of office of Mr. Lam will be from the date of his being elected at the EGM until the date of the annual general meeting to be held around June 2014 (except for re-election). His remuneration as independent non-executive Director will be determined by reference to the remuneration benchmark in the industry and the prevailing market conditions.

Mr. Weng De Zhang (“**Mr. Weng**”) ceases to act as an independent non-executive Director upon conclusion of the EGM. Mr. Weng has confirmed that he does not have any disagreement with the Company and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to welcome Mr. Lam and to express its gratitude to Mr. Weng for his valuable contribution rendered to the Company.

By order of the Board

**Wang Hai Bo**

*Chairman*

As at the date thereof, 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*

*This announcement, for which the directors of the Company (the “**Directors**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on The Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

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