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PuraPharm

PURAPHARM CORPORATION LIMITED

培力控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1498)

**ANNOUNCEMENT OF FINAL RESULTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Year ended 31 December		Change	
	2016 HK\$'000	2015 HK\$'000	HK\$'000	%
FINANCIAL HIGHLIGHT				
Revenue				
— China CCMG	269,283	251,580	17,703	7.0
— Hong Kong CCMG	166,622	156,066	10,556	6.8
— Chinese healthcare products	47,093	47,664	(571)	(1.2)
— Nong's® (農本方) Chinese medicine clinics	52,988	18,590	34,398	185.0
	535,986	473,900	62,086	13.1
Gross profit	348,804	305,732	43,072	14.1
Profit for the year	32,162	28,458	3,704	13.0
Key profitability ratio				
Gross profit ratio	65.1%	64.5%		
Profit margin ratio	6.0%	6.0%		

The board (the “**Board**”) of directors (the “**Directors**”) of PuraPharm Corporation Limited (the “**Company**”) is pleased to present the consolidated results of the Company and its subsidiaries (collectively referred to as the “**Group**”) for the year ended 31 December 2016 (the “**Reporting Period**”) as follows.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

	<i>Notes</i>	Year ended 31 December	
		2016 <i>HK\$'000</i>	2015 <i>HK\$'000</i>
REVENUE	5	535,986	473,900
Cost of sales		<u>(187,182)</u>	<u>(168,168)</u>
Gross profit		348,804	305,732
Other income and gains	5	10,796	8,212
Selling and distribution expenses		(154,380)	(140,214)
Administrative expenses		(154,001)	(119,376)
Other expenses		(3,221)	(3,977)
Finance costs		<u>(9,331)</u>	<u>(10,243)</u>
PROFIT BEFORE TAX	6	38,667	40,134
Income tax expense	7	<u>(6,505)</u>	<u>(11,676)</u>
PROFIT FOR THE YEAR		<u>32,162</u>	<u>28,458</u>
Attributable to:			
Owners of the parent		<u>32,162</u>	<u>28,458</u>
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	8		
Basic and diluted (expressed in HK\$ per share)		<u>0.14</u>	<u>0.15</u>

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Year ended 31 December	
	2016 <i>HK\$'000</i>	2015 <i>HK\$'000</i>
PROFIT FOR THE YEAR	<u>32,162</u>	<u>28,458</u>
OTHER COMPREHENSIVE INCOME		
Other comprehensive income to be reclassified to profit or loss in subsequent periods:		
Available-for-sale investments:		
Changes in fair value	413	(212)
Income tax effect	<u>(68)</u>	<u>35</u>
	345	(177)
Exchange differences on translation of foreign operations	<u>(17,757)</u>	<u>(9,306)</u>
OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF TAX	<u>(17,412)</u>	<u>(9,483)</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>14,750</u>	<u>18,975</u>
Attributable to:		
Owners of the parent	<u>14,750</u>	<u>18,975</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

		As at 31 December	
		2016	2015
	<i>Notes</i>	HK\$'000	HK\$'000
NON-CURRENT ASSETS			
Property, plant and equipment		117,383	93,713
Prepaid land lease payments		23,070	25,253
Intangible assets		26,470	8,939
Available-for-sale investments		13,760	13,348
Prepayments for non-current assets		8,845	8,035
Deferred tax assets		12,200	6,872
		<hr/>	<hr/>
Total non-current assets		201,728	156,160
		<hr/>	<hr/>
CURRENT ASSETS			
Inventories		167,064	107,987
Trade and bills receivables	9	231,689	161,018
Prepayments, deposits and other receivables		39,638	33,924
Pledged bank deposits		11,000	6,000
Cash and cash equivalents		209,129	232,243
		<hr/>	<hr/>
Total current assets		658,520	541,172
		<hr/>	<hr/>
CURRENT LIABILITIES			
Trade payables	10	74,191	38,091
Other payables and accruals		58,341	56,468
Interest-bearing bank borrowings		261,048	125,431
Tax payable		7,227	4,668
Government grants		1,953	1,294
		<hr/>	<hr/>
Total current liabilities		402,760	225,952
		<hr/>	<hr/>
NET CURRENT ASSETS		255,760	315,220
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES		457,488	471,380
		<hr/>	<hr/>

	As at 31 December	
	2016	2015
	<i>HK\$'000</i>	<i>HK\$'000</i>
TOTAL ASSETS LESS CURRENT LIABILITIES	<u>457,488</u>	<u>471,380</u>
NON-CURRENT LIABILITIES		
Government grants	1,399	1,497
Deferred tax liabilities	<u>1,584</u>	<u>173</u>
Total non-current liabilities	<u>2,983</u>	<u>1,670</u>
Net assets	<u><u>454,505</u></u>	<u><u>469,710</u></u>
EQUITY		
Equity attributable to owners of the parent		
Share capital	174,375	174,375
Shares held for share award scheme	(10,019)	–
Reserves	<u>290,149</u>	<u>295,335</u>
Total equity	<u><u>454,505</u></u>	<u><u>469,710</u></u>

NOTES TO FINANCIAL STATEMENTS

1. CORPORATE INFORMATION AND REORGANISATION

The Company was incorporated as an exempted company with limited liability under the Companies Law, Cap 22 of the Cayman Islands on 2 December 2011. The registered office address is P.O. Box 31119 Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman, KY1-1205, Cayman Islands.

The Company is an investment holding company. During the year ended 31 December 2016, the Group was principally engaged in the research and development, production and sale of Concentrated Chinese Medicine Granules (“CCMG”) products and Chinese healthcare products, as well as rendering of Chinese medical diagnostic services.

In the opinion of the Board, the ultimate holding company of the Company is Fullgold Development Limited, which was incorporated in the British Virgin Islands (the “BVI”).

2. BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for available-for-sale investments, which have been measured at fair value. These financial statements are presented in Hong Kong dollars and all values are rounded to the nearest thousand except when otherwise indicated.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31 December 2016. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

When the Company has, directly or indirectly, less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group’s voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investment retained and (iii) any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

3.1 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements.

Amendments to HKFRS 10, HKFRS 12 and HKAS 28 (2011)	<i>Investment Entities: Applying the Consolidation Exception</i>
Amendments to HKFRS 11 HKFRS 14	<i>Accounting for Acquisitions of Interests in Joint Operations Regulatory Deferral Accounts</i>
Amendments to HKAS 1	<i>Disclosure Initiative</i>
Amendments to HKAS 16 and HKAS 38	<i>Clarification of Acceptable Methods of Depreciation and Amortisation</i>
Amendments to HKAS 16 and HKAS 41	<i>Agriculture: Bearer Plants</i>
Amendments to HKAS 27 (2011)	<i>Equity Method in Separate Financial Statements</i>
<i>Annual Improvements 2012–2014 Cycle</i>	Amendments to a number of HKFRSs

The adoption of the above new and revised standards has had no significant financial effect on these financial statements.

3.2 ISSUED BUT NOT YET EFFECTIVE HKFRSs

The Group has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements.

Amendments to HKFRS 2	<i>Classification and Measurement of Share-based Payment Transactions²</i>
Amendments to HKFRS 4	<i>Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts²</i>
HKFRS 9	<i>Financial Instruments²</i>
Amendments to HKFRS 10 and HKAS 28 (2011)	<i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture⁴</i>
HKFRS 15	<i>Revenue from Contracts with Customers²</i>
Amendments to HKFRS 15 HKFRS 16	<i>Clarifications to HKFRS 15 Revenue from Contracts with Customers² Leases³</i>
Amendments to HKAS 7	<i>Disclosure Initiative¹</i>
Amendments to HKAS 12	<i>Recognition of Deferred Tax Assets for Unrealised Losses¹</i>

¹ Effective for annual periods beginning on or after 1 January 2017

² Effective for annual periods beginning on or after 1 January 2018

³ Effective for annual periods beginning on or after 1 January 2019

⁴ No mandatory effective date yet determined but available for adoption

The Group is in the process of making an assessment of the impact of these new and revised HKFRSs upon initial application. So far, except HKFRS 15 *Revenue from Contracts with Customers* and HKFRS 16 *Leases*, the Group considers that these new and revised HKFRSs may result in changes in accounting policies but are unlikely to have a significant impact on the Group's results of operations and financial position.

4. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has four reportable operating segments as follows:

- (a) the China CCMG segment mainly engages in the production and sale of CCMG products in China;
- (b) the Hong Kong CCMG segment mainly engages in the sale of CCMG products excluding the sales through self-operated clinics in Hong Kong;
- (c) the Chinese healthcare products segment mainly engages in the production and sale of healthcare products in Hong Kong and China; and
- (d) the clinics segment mainly engages in the provision of Chinese medical diagnostic services and sale of CCMG products through self-operated clinics.

Management monitors the results of the Group's operating segments respectively for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit or loss, which is a measure of adjusted profit or loss after tax. The adjusted profit or loss after tax is measured consistently with the Group's profit after tax except government grants, interest income, net foreign exchange gain, finance costs, corporate and other unallocated expenses, listing expenses and income tax expense.

Intersegment sales are eliminated on consolidation. Intersegment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the prevailing market prices.

The following tables present revenue, profit and other segment information for the Group's operating segments for the years ended 31 December 2016 and 2015.

31 December 2016

	China CCMG <i>HK\$'000</i>	Hong Kong CCMG <i>HK\$'000</i>	Chinese healthcare products <i>HK\$'000</i>	Clinics <i>HK\$'000</i>	Elimination <i>HK\$'000</i>	Total <i>HK\$'000</i>
Segment revenue:						
Revenue to external customers	269,283	166,622	47,093	52,988	–	535,986
Intersegment sales	<u>111,662</u>	<u>10,559</u>	<u>1,431</u>	<u>–</u>	<u>(123,652)</u>	<u>–</u>
	<u>380,945</u>	<u>177,181</u>	<u>48,524</u>	<u>52,988</u>	<u>(123,652)</u>	<u>535,986</u>
Segment results	62,261	38,499	(5,794)	(8,670)	–	86,296
<i>Reconciliations:</i>						
Government grants						7,780
Interest income						710
Foreign exchange loss, net						(1,739)
Finance costs						(9,331)
Corporate and other unallocated expenses						<u>(45,049)</u>
Profit before tax						38,667
Income tax expense						<u>(6,505)</u>
Net profit						<u><u>32,162</u></u>
Other segment information:						
Depreciation and amortisation	9,325	1,825	1,556	4,361	–	17,067
Provision for impairment of inventories	832	776	–	–	–	1,608
Provision for impairment of trade receivables	<u>1,857</u>	<u>–</u>	<u>1,851</u>	<u>–</u>	<u>–</u>	<u>3,708</u>

31 December 2015

	China CCMG HK\$'000	Hong Kong CCMG HK\$'000	Chinese healthcare products HK\$'000	Clinics HK\$'000	Elimination HK\$'000	Total HK\$'000
Segment revenue:						
Revenue to						
external customers	251,580	156,066	47,664	18,590	–	473,900
Intersegment sales	<u>94,443</u>	<u>6,554</u>	<u>3,013</u>	<u>–</u>	<u>(104,010)</u>	<u>–</u>
	<u>346,023</u>	<u>162,620</u>	<u>50,677</u>	<u>18,590</u>	<u>(104,010)</u>	<u>473,900</u>
Segment results	74,627	34,642	4,029	(11,056)	–	102,242
<i>Reconciliations:</i>						
Government grants						5,567
Interest income						833
Foreign exchange gain, net						150
Finance costs						(10,243)
Corporate and other unallocated expenses						(39,416)
Listing expenses						<u>(18,999)</u>
Profit before tax						40,134
Income tax expense						<u>(11,676)</u>
Net profit						<u>28,458</u>
Other segment information:						
Depreciation and amortisation	10,021	1,696	935	970	–	13,622
Provision for impairment of inventories	3,101	58	24	–	–	3,183
Provision for impairment of trade receivables	<u>699</u>	<u>–</u>	<u>823</u>	<u>–</u>	<u>–</u>	<u>1,522</u>

Geographical information

(a) Revenue from external customers

	2016 HK\$'000	2015 HK\$'000
Hong Kong	266,191	219,440
Mainland China	<u>269,795</u>	<u>254,460</u>
	<u>535,986</u>	<u>473,900</u>

The revenue information above is based on the locations of the customers.

(b) *Non-current assets*

	2016 <i>HK\$'000</i>	2015 <i>HK\$'000</i>
Hong Kong	52,626	25,808
Mainland China	123,142	110,132
	<u>175,768</u>	<u>135,940</u>

The non-current asset information above is based on the locations of the assets and excludes available-for-sale investments and deferred tax assets.

Information about major customer

For the years ended 31 December 2016 and 2015, there was no single customer from which more than 10% of the Group's total revenue was derived.

5. REVENUE, OTHER INCOME AND GAINS

Revenue represents the net invoiced value of goods sold, after allowances for returns and trade discounts; and the value of services rendered during the year.

An analysis of revenue, other income and gains operations is as follows:

	2016 <i>HK\$'000</i>	2015 <i>HK\$'000</i>
Revenue		
Sale of CCMG and Chinese healthcare products	521,069	468,665
Rendering of Chinese medical diagnostic services	14,917	5,235
	<u>535,986</u>	<u>473,900</u>
Other income and gains		
Government grants*	7,780	5,567
Bank interest income	710	833
Gain from the sale of equipment and accessories	2,201	1,522
Foreign exchange gain, net	–	150
Others	105	140
	<u>10,796</u>	<u>8,212</u>

- * The amount represented government grants from the relevant authorities in the PRC, which consisted primarily of subsidies and compensation for the finance costs, research and development costs and grants for improvement of the Group's research facilities in relation to certain research and development projects.

6. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

	2016	2015
	HK\$'000	HK\$'000
Cost of inventories sold	179,934	162,445
Cost of services provided	7,248	2,540
Depreciation	13,971	12,110
Amortisation of		
Prepaid land lease payments	526	395
Intangible assets	2,570	1,117
	3,096	1,512
Research and development costs*	18,115	15,603
Minimum lease payments under operating leases		
Office equipment	226	190
Land and buildings	23,152	13,089
	23,378	13,279
Auditor's remuneration	2,305	2,042
Listing expense	–	18,999
Employee benefit expense (excluding directors' remuneration):		
Wages and salaries	101,283	80,042
Pension scheme contributions	12,467	11,512
	113,750	91,554
Foreign exchange loss/(gain), net**	1,739	(150)
Impairment of trade and bills receivables	3,708	1,522
Write-down of inventories to net realisable value***	1,608	3,183
Loss on disposal of items of property, plant and equipment	224	143

* Included in the research and development costs were HK\$632,000 (2015: HK\$714,000) disclosed in the item of "Depreciation" and HK\$8,709,000 (2015: HK\$7,000,000) disclosed in the item of "Employee benefit expense", for the year ended 31 December 2016.

** The net foreign exchange loss/(gain) was included in "Other expenses" (2015: "Other income and gains") in the consolidated statement of profit or loss for the year ended 31 December 2016.

*** The write-down of inventories to net realisable value was included in the "Cost of sales" in the consolidated statement of profit or loss for the years ended 31 December 2016 and 2015.

7. INCOME TAX

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which subsidiaries of the Group are domiciled and operate. Pursuant to the rules and regulations of the Cayman Islands and BVI, the subsidiaries of the Group which incorporated in the Cayman Islands and BVI are not subject to any income tax. Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profits arising in Hong Kong during the years ended 31 December 2016 and 2015. The statutory tax rate of the Group in respect of its operation in Mainland China is 25%. The Group's PRC subsidiary, Purapharm (Nanning) Pharmaceuticals Co., Limited is qualified as a High and New Technology Enterprise and was subject to a preferential income tax rate of 15%.

	2016 <i>HK\$'000</i>	2015 <i>HK\$'000</i>
Current	10,457	13,393
Deferred	(3,952)	(1,717)
Total tax charge for the year	6,505	11,676

8. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

	2016 <i>HK\$</i>	2015 <i>HK\$</i>
Earnings per share attributable to ordinary equity holders of the parent — Basic and diluted	0.14	0.15

The calculation of the basic earnings per share is based on the profit for the year attributable to ordinary equity holders of the parent and the weighted average number of shares in issue during the year:

The calculation of basic earnings per share is based on:

	2016 <i>HK\$'000</i>	2015 <i>HK\$'000</i>
Profit attributable to ordinary equity holders of the parent, used in the basic earnings per share calculation	32,162	28,458

The calculation of the weighted average number of ordinary shares amounting to 223,444,571 (2015: 195,873,288) in issue for the year ended 31 December 2016, as adjusted to reflect the shares held for share award scheme, is as follows:

	<i>Notes</i>	2016	2015
Number of issued shares on 1 January		225,000,000	3,870,968
Effect of the Subdivision of Shares on 12 June 2015	<i>a</i>	–	34,838,712
Effect of Initial Public Offering on 8 July 2015	<i>b</i>	–	27,123,288
Effect of Capitalisation Issue on 8 July 2015	<i>c</i>	–	130,040,320
Adjustment for shares held for share award scheme	<i>d</i>	(1,555,429)	–
Weighted average number of ordinary shares		223,444,571	195,873,288

No adjustment has been made to the basic earnings per share amounts presented for the years 2016 and 2015 in respect of a dilution as the Group had no potential dilutive ordinary shares in issue during those years.

Note:

- (a) Pursuant to a written resolution of the shareholders of the Company passed on 12 June 2015, the issued shares of the Company was increased from 3,870,968 to 38,709,680 by the subdivision of each share of the Company with par value of US\$1.00 per share into 10 shares with par value of US\$0.10 each, ranking pari passu in all respects with the existing shares of the Company.
- (b) On 8 July 2015 (the “**Listing Date**”), 56,250,000 new shares of US\$0.1(HK\$0.775) each were issued at a price of HK\$5.98 per share in connection with the Company’s initial public offering on the Stock Exchange. The proceeds of HK\$43,594,000 representing the par value, were credited to the Company’s share capital. The remaining proceeds of HK\$292,781,000 (before deduction of share issue expenses) were credited to the share premium account.
- (c) Pursuant to a written resolution of the shareholders of the Company passed on 12 June 2015, a total of 130,040,320 shares of US\$0.1 (HK\$0.775) each were allotted and issued at par value to the shareholders as of the date immediately before the Listing Date on a pro rata basis by way of capitalisation of US\$13,004,000 (HK\$100,781,000) from the Company’s share premium account on the Listing Date.
- (d) During the year ended 31 December 2016, the Company purchased a total of 3,021,000 shares of the Company through the Stock Exchange of an aggregated consideration of approximately HK\$10,019,000.

9. TRADE AND BILLS RECEIVABLES

	2016 <i>HK\$’000</i>	2015 <i>HK\$’000</i>
Trade receivables	234,652	159,137
Bills receivable	1,554	2,910
	236,206	162,047
Less: Impairment of trade and bills receivables	(4,517)	(1,029)
	231,689	161,018

The Group’s trading terms with its customers are mainly on credit, except for new customers, where payment in advance is normally required. The credit period is generally one to six months, extending up to longer periods for major customers. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and has a credit control policy to minimise credit risk. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group’s trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

An aging analysis of the trade and bills receivables as at 31 December 2016 and 2015, based on the invoice date and net of impairment, is as follows:

	2016 <i>HK\$'000</i>	2015 <i>HK\$'000</i>
Within 1 month	124,199	97,500
1 to 3 months	42,690	22,213
3 to 6 months	24,841	18,236
Over 6 months	39,959	23,069
	<u>231,689</u>	<u>161,018</u>

10. TRADE PAYABLES

An aging analysis of the trade and bills payables as at the end of the reporting period, based on the invoice date, is as follows:

	2016 <i>HK\$'000</i>	2015 <i>HK\$'000</i>
Within 1 month	35,736	22,193
1 to 2 months	22,687	9,919
2 to 3 months	12,747	4,142
Over 3 months	3,021	1,837
	<u>74,191</u>	<u>38,091</u>

The trade payables are interest-free and are normally settled on terms of one to six months, extending to longer periods for those long standing suppliers.

Included in the trade payables is an amount due to a related company of HK\$147,000 (2015: HK\$840,000) as at 31 December 2016, which is settled on the term of two months.

11. DIVIDENDS

	2016 <i>HK\$'000</i>	2015 <i>HK\$'000</i>
Proposed final dividend		
— HK2.02 cents (2015: HK8.89 cents) per ordinary share	<u>4,545</u>	<u>20,003*</u>

The proposed 2016 final dividend is subject to the approval of the Company's shareholders at the forthcoming annual general meeting.

* *The 2015 proposed final dividends of HK\$20,003,000 has been approved by shareholders at the annual general meeting on 25 May 2016 and were subsequently distributed in June 2016. The net dividends of HK\$19,936,000, after deducting dividends of HK\$67,000 paid to the share award scheme, is treated as transaction with owners of the parent in the consolidated statement of changes in equity during the year ended 31 December 2016.*

12. EVENTS AFTER THE REPORTING PERIOD

(a) Acquisition of the Target PRC Companies

On 9 November 2016, the Group entered into a share purchase agreement with Gold Sparkle Plantation Company Limited, which was ultimately owned as to 60% by Gold Sparkle Limited (“**Gold Sparkle**”) and 40% by Golden Zenith Limited (“**Golden Zenith**”), in relation to the Group’s acquisition of Gold Sparkle (Guizhou) Chinese Medicine Co., Ltd. and Gold Sparkle (Guizhou) HZ Plantation Co., Ltd. (the “**Target PRC Companies**”) at a total consideration of RMB190,000,000 (equivalent to approximately HK\$217,512,000), payable by cash and the issue of 22,717,920 shares by the Company to Gold Sparkle and Golden Zenith at the issue price of HK\$4.50 per share. The acquisition of the Target PRC Companies was approved by the shareholders of the Company on 17 January 2017 and yet to complete as at the date of approval of this announcement. Details of the acquisition of the Target PRC Companies have been set out in the Company’s circular date 30 December 2016 and announcement dated 9 November 2016 and 17 February 2017, respectively.

(b) Acquisition of the Target US Company

On 3 March 2017, the Group entered into share purchase agreements with all the shareholders of the K’AN Herb Company (the “**Target US Company**”) in relation to the Company’s acquisition of issued and outstanding share capital in the Target US Company at a total cash considerations of US\$5,400,000 (equivalent to approximately HK\$41,850,000). Details of the acquisition of the Target US Company have been set out in the Company’s announcement dated 3 March 2017.

The acquisition of the Target US Company was completed on 7 March 2017. Due to the timing of the transaction, the Group is still assessing the allocation of fair values of the assets acquired and liabilities assumed. The books and records of the Target US Company is under the assessment stage, and therefore the initial accounting for the business combination is under progress. Accordingly, certain disclosures in relation to the business combination as at the date of the acquisition, such as fair values of the assets acquired and liabilities assumed, goodwill recognised (if any) and acquisition-related costs, have not been presented.

PROSPECTS

To fuel future growth, the Group continues to strengthen its leading position in the Concentrated Chinese Medicine Granules (“CCMG”) product market in Hong Kong and significantly expand its presence in Mainland China. In view of the huge demand for convenient access to CCMG by patients and leveraging the success of the Group’s Nong’s® (農本方®) clinic business model in Hong Kong, the Group is in the process of establishing its Nong’s® (農本方®) clinics model in Mainland China and overseas market in selected regions. The Group obtained the Approval for the Establishment of Medical Institutions from Health and Family Planning Commission (衛生和計劃生育委員會), to set up its Nong’s (農本方®) clinic in Shanghai and Guangxi. The first Nong’s® (農本方®) clinic in China is expected to commence operation in second quarter of 2017.

Furthermore, the Group plans to vertically integrate the upstream raw Chinese herbs plantation and trading segment into the Group’s CCMG business segment for the purpose of ensuring a stable supply of high-quality raw Chinese herbs at a lower cost. One of the current expansion plans and business strategies of the Group is to expand into the Traditional Chinese Medicine (“TCM”) decoction pieces business which is highly complementary to its existing CCMG business. The TCM decoction pieces market in China was RMB196.8 billion in 2014 and is estimated to grow to RMB488.9 billion by 2019. The recent acquisition of plantation business at Guizhou will allow the Group to immediately enter into the TCM decoction pieces industry.

Consistent with its core value to internationalize TCM and to bring good health to the public, the Group recently acquired a company in the U.S. which is engaged in the manufacturing of Chinese herbal formulas in U.S. and sales to distributors and healthcare practitioners in U.S. and Europe. The acquisition presents an excellent opportunity for the Group to leverage on the expertise, resources, and sale network of the target company to develop its business in the U.S. market immediately. The Group also believes the acquisition can create synergies with its existing products and expand the products portfolio of the Group’s Chinese medicine products to increase the competitiveness of the Group in the market.

MANAGEMENT DISCUSSION AND ANALYSIS

Sales Performance

	Year ended 31 December				Growth rate
	2016		2015		
	Revenue <i>HK\$'000</i>	% of total	Revenue <i>HK\$'000</i>	% of total	
China CCMG	269,283	50.2%	251,580	53.1%	7.0%
Hong Kong CCMG	166,622	31.1%	156,066	32.9%	6.8%
Chinese Healthcare products	47,093	8.8%	47,664	10.1%	-1.2%
Nong's® (農本方)® Chinese medicine clinics	52,988	9.9%	18,590	3.9%	185.0%
Total	535,986	100.0%	473,900	100.0%	13.1%

For the year ended 31 December 2016, the Group's revenue was HK\$536.0 million, representing an increase of HK\$62.1 million or 13.1% compared to HK\$473.9 million in last year. The revenue growth was mainly attributable to the moderate growth of the Group's CCMG products in both Mainland China and Hong Kong market, and fast expansion of the Group's Nong's® (農本方)® Chinese medicine clinics in Hong Kong.

China CCMG

For the year ended 31 December 2016, the sales of CCMG in China was HK\$269.3 million, representing an increase of HK\$17.7 million or 7.0% compared to HK\$251.6 million in last year. The depreciation of Renminbi ("RMB") against Hong Kong dollar during the year ended 31 December 2016 has impeded the revenue growth of China CCMG reporting in Hong Kong dollar, the revenue growth of China CCMG sales denominated in RMB increased by 13.1% as compared to the last year. The increase was mainly attributed to an increase in sales volume to the Group's direct sales customers and the exclusive distributors.

For the year ended 31 December 2016, the Group appointed a subsidiary of Yunnan Baiyao Group Co., Ltd as its exclusive distributors for CCMG products in Yunnan province in China. The Group believes that by leveraging on the collaboration with the distributors with strong customer base and relationship with hospitals and medical institutions in the selected regions, the Group can increase the effectiveness of launching and selling its products in such regions within a short period of time, and the Group will continue to identify appropriate distributors for such strategy.

For the year ended 31 December 2016, due to the impact of "Two-Invoice System" policy implemented in the PRC pharmaceutical industry, which aims to reduce the number of layer of distributors between pharmaceutical manufacturers and medical institutions, the Group's small and medium-size distributors reduced their inventory level, and lower the Group's sales growth. In order to mitigate the impact of the "Two-Invoice System" policy, the Group had restructured its sales force and resources to be more focus on the direct sales customers in the

target regions of Mainland China. Due to the restructuring of the China sales team and fine-tuning of the sales strategies in the first half of the year to substantiate the long term growth, the sales growth in first half of the year was slightly impeded, and the sales growth has improved progressively in second half of the year.

HK CCMG

The Group continued to maintain its leading market position in Hong Kong and recorded a steady growth of revenue from the direct sales of CCMG products to its customers comprising hospitals, Chinese medicine clinics, non-profit organisations and private Chinese medicine practitioners. For the year ended 31 December 2016, the direct sales of CCMG products in Hong Kong was HK\$166.6 million, representing an increase of HK\$10.6 million 6.8% compared to HK\$156.1 million in last year. The growth was mainly attributable by the increase demand from the hospitals and increase in number of private Chinese medicine practitioners in our customer base.

Nong's® (農本方®) Chinese medicine clinics

For the year ended 31 December 2016, the sales of CCMG products and provision of Chinese medical diagnostic services from the Group's Nong's® (農本方®) Chinese medicine clinics generated revenue of HK\$53.0 million in aggregate, representing an increase of HK\$34.4 million or 185% compared to HK\$18.6 million in last year, which was mainly attributable to the fast expansion of the Nong's® (農本方®) Chinese medicine clinics network, from 30 clinics as at 31 December 2015 to 50 clinics in 2016.

For the year ended 31 December 2016, the Group has setup 21 new Nong's® (農本方®) Chinese medicine clinics in Hong Kong, including the first private Chinese and western medical integrative breast center for mammary gland diseases in Hong Kong. The Group's first Nong's® (農本方®) Chinese medicine clinics in Canada also commenced to operate in November 2016. The Group continues to be the largest TCM clinic chain in Hong Kong.

As one of the growth engines of the Group's business, it will continue to operate more new Nong's® (農本方®) Chinese medicine clinics in Hong Kong, and replicate the successful clinic model in China and overseas market in the future.

Chinese healthcare products

For the year ended 31 December 2016, revenue from sales of Chinese healthcare products was HK\$47.1 million, representing a decrease of HK\$0.6 million or 1.2% compared to HK\$47.7 million in last year. The decrease was due to the impact to retail market result from the unfavorable economic environments. Despite the drop in the revenue of Chinese healthcare products, the sales of Nong's® Flu Formula and Nong's® Cough Formula products still experienced an outperform growth for the year ended 31 December 2016. The Group's Chinese healthcare products portfolio will become more comprehensive upon the acquisition of K'an Herbs Inc., a U.S. based Chinese herbal products company, in March 2017. The Group will continue to devote more marketing resource to improve the sales of the Chinese healthcare products, and develop new products and sales network to increase its competitiveness.

Profitability

	Year ended 31 December		Growth Rate
	2016 <i>HK\$000</i>	2015 <i>HK\$000</i>	
Revenue	535,986	473,900	13.1%
Cost of sales	(187,182)	(168,168)	11.3%
Gross Profit	348,804	305,732	14.1%
Gross profit margin	65.1%	64.5%	

The Group's gross profit margin for the year ended 31 December 2016 was approximately 65.1%, representing an increase of 0.6% compared to 64.5% in last year. The average selling price and unit cost remained stable during the year. The increase in the gross profit margin was mainly attributable to the increase in portion of revenue generated from Nong's® (農本方)® Chinese medicine clinics from which the Group generated a higher gross profit margin.

Other income and gains

The Group's other income and gains mainly comprised of government grants, gain from sale of equipment and accessories and interest income. For the year ended 31 December 2016, the Group's other income and gain was HK\$10.8 million, representing an increase of HK\$2.6 million or 31.5% compared to HK\$8.2 million in last year. The increase was mainly due to the increase in government grants received and gain from sale of equipment and accessories.

Selling and distribution expenses

The Group's selling and distribution expenses mainly comprised of advertising and promotion expenses, sales and marketing staff costs, delivery and storage costs, depreciation expense, travel and business development expenses, and sales and marketing departmental expenses. For the year ended 31 December 2016, the Group's selling and distribution expenses was HK\$154.4 million, representing an increase of HK\$14.2 million or 10.1% compared to HK\$140.2 million in last year. The increase was mainly attributable to (i) increased advertising and promotional activities to strengthen the promotion of the Group's products and brands, and (ii) increase in our in-house sales and marketing personnel head count to strengthen our sales team for business development and enhancing services to customers. For the year ended 31 December 2016, selling and distribution expenses as a percentage to revenue improved to 28.8%, as compared to 29.6% in last year.

Administrative expenses

The Group's administrative expenses mainly comprised of staff costs, research and development costs, rental expenses, legal and professional fees, listing expenses, clinic management fee, depreciation and amortisation, and other general administrative expenses. For the year ended 31 December 2016, the Group's administrative expenses was HK\$154.0 million, representing an increase of HK\$34.6 million or 29.0% compared to HK\$119.4 million in last year. The increase was mainly attributable to (i) increase in clinic management fee, rental expenses and relevant clinic operating expenses in relation to the Group's Nong's® (農本方)® Chinese medicine clinics as the Group operated 50 clinics as at 31 December 2016, as compared to 30 as at 31 December 2015, (ii) an increase in staff costs due to increase senior management and staffs to strength the supply chain management and information technology infrastructure to enhance the efficiency of the Group's operation as the Group recognises the importance of building the strong foundation to substantiate the long term growth, and (iii) increase in administrative expenses for setting up new offices and operations in Shanghai, Canada, Australia and Japan.

Other expenses

The Group's other expenses mainly comprised of voluntary charity donation, foreign exchange loss and miscellaneous expenses. The decrease was primarily attributable to a decrease in its charity donations mainly in Hong Kong.

Finance costs

For the year ended 31 December 2016, the Group's finance costs amounted to HK\$9.3 million, representing a decrease of HK\$0.9 million or 8.9% as compared to HK\$10.2 million in last year. The decrease was mainly due to the decrease in effective interest rate on bank borrowings for the year ended 31 December 2016 as compared to last year.

Income tax expense

For the year ended 31 December 2016, the Group's income tax expenses amounted to HK\$6.5 million, representing a decrease of HK\$5.2 million or 44.3% as compared to HK\$11.7 million in last year. The decrease was mainly due to the decrease in taxable profit as a result of increased operating costs for new business segments development, and the effect of non-deductible listing expense in last year, no such expense for the year ended 31 December 2016.

Liquidity and financial resources

Cash position and interest-bearing bank borrowings

As at 31 December 2016, the Group had net current assets of HK\$255.8 million (31 December 2015: HK\$315.2 million), which included cash and cash equivalent of HK\$209.1 million (31 December 2015: HK\$232.2 million) and interest-bearing bank borrowings amounting to HK\$261.0 million (31 December 2015: HK\$125.4 million). As at 31 December 2016, the Group's unused bank facilities including overdraft amounted to HK\$197.5 million (31 December 2015: HK\$114.1 million).

Cash flow and liquidity ratio analysis

	Year ended 31 December	
	2016 HK\$000	2015 HK\$000
Net cash used in operating activities	(55,828)	(12,570)
Net cash used in investing activities	(65,208)	(44,760)
Net cash from financing activities	102,701	267,797
Current ratio	1.6	2.4
Gearing ratio	0.6	0.3

For the year ended 31 December 2016, the Group's net cash used in operating activities was HK\$55.8 million, which was primarily attributable to (i) the increase in trade and bills receivables of HK\$85.8 million mainly resulted from the increased sales in the last quarter, and (ii) increase in inventories of HK\$69.8 million which is the Group's inventory management strategy to increase the inventory level to secure the supply and minimise the exposure of the price fluctuation of the raw Chinese herbs.

For the year ended 31 December 2016, the Group's net cash used in investing activities was HK\$65.2 million, which was primarily attributable to (i) the capital expenditures incurred for acquisition of production equipment and enhancement of existing production line, (ii) establishment of new Nong's® (農本方)® Chinese medicine clinics and (iii) acquisition of intellectual properties in respect of the two Chinese medicines management software for clinic operation.

For the year ended 31 December 2016, the Group's net cash from financing activities was HK\$102.7 million, which was mainly resulted from the net increase in bank borrowings of HK\$142.0 million.

The Group's net current ratio decreased from 2.4 as at 31 December 2015 to 1.6 as at 31 December 2016, and gearing ratio (calculated by dividing total interest-bearing bank borrowings by total equity) increased from 0.3 as at 31 December 2015 to 0.6 as at 31 December 2016. The decrease in net current ratio and increase in gearing ratio was mainly due to additional bank loans taken up by the Group as working capital for business development and capital expenditures.

Exchange risk

The Group conducts business primarily in Hong Kong and China with most of its transactions denominated and settled in Hong Kong dollars and Renminbi. Currently, the Group has not entered into any foreign exchange contracts to hedge against the fluctuations in exchange rate between Renminbi and Hong Kong dollars. However, the Group monitors foreign exchange exposure regularly and considers if there is a need to hedge against significant foreign currency exposure when necessary.

Capital commitments

	Year ended 31 December	
	2016	2015
	HK\$000	HK\$000
Contracted, but not provided for:		
Acquisition of subsidiaries*	217,512	–
Land and buildings	48,582	48,582
Plant and machinery	8,866	3,257
Intangible assets	–	709
	<u>274,960</u>	<u>52,548</u>

* As at 31 December 2016, the Group had contracted for capital commitments in respect of the acquisition of the Target PRC Companies amounting to RMB190,000,000 (equivalent to approximately HK\$217,512,000). Further details are given in note 12 in this announcement.

Pledge of assets

The following assets were pledged as securities for interest-bearing bank borrowings:

	Year ended 31 December	
	2016	2015
	HK\$000	HK\$000
Property, plant and equipment	54,124	56,161
Prepaid land lease payments	2,779	2,704
Available-for-sale investments	2,570	10,849
Inventories	39,022	35,819
Trade and bills receivables	–	17,037
Prepayments, deposits and other receivables	–	689
Pledged bank deposits	11,000	6,000
	<u>109,495</u>	<u>129,259</u>

Contingent liabilities

The Group had no material contingent liabilities as at 31 December 2016.

Human resources

As at 31 December 2016, the Group had a total of 544 employees (31 December 2015: 469 employees). For the year ended December 2016, total staff costs excluding Directors' remuneration was HK\$113.8 million (31 December 2015: HK\$91.6 million). The Group offers a competitive remuneration package to its employees, including mandatory retirement funds, insurance and medical coverage. In addition, discretionary bonus and share options may be granted to eligible employees based on the Group's and individual's performance. The Group also allocated resources for providing continuing education and training for management and employees so as to improve their skills and knowledge.

USE OF PROCEEDS

The proceeds from the initial public offering in July 2015, after deduction of related issuance expenses, amounted to approximately HK\$288.4 million. As at 31 December 2016, the Group had utilised approximately HK\$134.2 million of the net proceeds in accordance with the proposed applications set out in the Company's listing prospectus, as follows:

Use	Approximate amount of net proceeds (in HK\$ million)	Approximate percentage of net proceeds	Approximate amount utilized (in HK\$ million)
To expand manufacturing facilities and enhance existing production lines	86.5	30%	28.8
To establish new Nong's® Chinese medicine clinics in Hong Kong and the PRC	72.1	25%	32.4
To expand distribution network into new target cities in the PRC	57.7	20%	36.8
To fund the development and launch of two new proprietary Chinese medicine products	43.3	15%	7.4
Additional working capital of the Group	28.8	10%	28.8
	<u>288.4</u>	<u>100%</u>	<u>134.2</u>

CORPORATE GOVERNANCE

The Directors recognise the importance of incorporating elements of good corporate governance in the management structures and internal control procedures of the Group so as to achieve effective accountability.

The Company has adopted the code provisions stated in the Corporate Governance Code (the "Code") as set out in Appendix 14 to the Listing Rules. Throughout the year ended 31 December 2016, save as disclosed below, the Company has been in compliance with all applicable code provision set out in the Code.

Pursuant to provision A.2.1 of the Code, the roles of the chairman and the chief executive should be separate and should not be performed by the same individual. However, due to the nature and extent of the Group's operations and Mr. Chan Yu Ling, Abraham ("Mr. Abraham Chan")'s in-depth knowledge and experience in Chinese medicine and healthcare products and his familiarity with the operations of the Group, the Company considers that it is not preferable to find an alternative candidate to replace Mr. Abraham Chan and serve in either of the positions at this stage. As such, the role of the chairman and chief executive officer of the Company are not being separated pursuant to the requirement under A.2.1 of the Code.

AUDIT COMMITTEE

The Company established an audit committee on 12 June 2015 with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph C.3 of the Code. The audit committee consists of two independent non-executive Directors and one non-executive Director, namely Mr. Ho Kwok Wah, George (being the chairman of the audit committee who has a professional qualification in accountancy), Dr. Leung Lim Kin, Simon and Mr. Chan Kin Man, Eddie. The primary duties of the audit committee are to assist the Board by providing an independent view of the effectiveness of the financial reporting process, internal control and risk management system of the Group, to oversee the audit process, to develop and review our policies and to perform other duties and responsibilities as assigned by our Board. The audit committee discussed the accounting principles and policies adopted by the Group together with the management and the external auditors; and reviewed the consolidated results of the Group for the year ended 31 December 2016.

REVIEW OF PRELIMINARY ANNOUNCEMENT OF RESULTS BY THE INDEPENDENT AUDITORS

The figures in respect of the Group's results for the year ended 31 December 2016 as set out in this preliminary announcement have been agreed by the Group's independent auditors, Ernst & Young, Certified Public Accountants of Hong Kong ("**Ernst & Young**") to the amounts set out in the Group's consolidated financial statements for the year. The work performed by Ernst & Young 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 and consequently, no assurance has been expressed by Ernst & Young on this preliminary announcement of results.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix 10 to the Listing Rules as its own code of conduct for securities transactions by Directors. Specific enquiries have been made to all Directors and the Directors have confirmed that they have complied with the required standard of dealing as set out in the Model Code during the year ended 31 December 2016.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Save for the 3,021,000 shares purchased through the Stock Exchange by the share award scheme trust of the Company, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities throughout the year ended 31 December 2016.

IMPORTANT EVENTS SINCE THE END OF THE REPORTING PERIOD

Acquisition of the Target PRC Companies

On 9 November 2016, the Group entered into a share purchase agreement with Gold Sparkle Plantation Company Limited, which was ultimately owned as to 60% by Gold Sparkle Limited (“**Gold Sparkle**”) and 40% by Golden Zenith Limited (“**Golden Zenith**”), in relation to the Group's acquisition of Gold Sparkle (Guizhou) Chinese Medicine Co., Ltd. and Gold Sparkle (Guizhou) HZ Plantation Co., Ltd. (the “**Target PRC Companies**”) at a total consideration of RMB190,000,000 (equivalent to approximately HK\$217,512,000), payable by cash and the issue of 22,717,920 shares by the Company to Gold Sparkle and Golden Zenith at the issue price of HK\$4.50 per share. The acquisition of the Target PRC Companies was approved by the shareholders of the Company on 17 January 2017 and yet to complete as at the date of this announcement. Details of the acquisition of the Target PRC Companies have been set out in the Company's circular dated 30 December 2016 and announcements dated 9 November 2016 and 17 February 2017.

Acquisition of the Target US Company

On 3 March 2017, the Group entered into share purchase agreements with all the shareholders of K'AN Herb Company (the “**Target US Company**”) in relation to the Company's acquisition of issued and outstanding share capital in the Target US Company at a total cash considerations of US\$5,400,000 (equivalent to approximately HK\$41,850,000). Details of the acquisition of the Target US Company have been set out in the Company's announcement dated 3 March 2017. The acquisition of the Target US Company was completed on 7 March 2017.

DIVIDEND

The Board recommends the payment of a final dividend of HK2.02 cents per share of the Company for the year ended 31 December 2016 to the shareholders of the Company (the “**2016 Final Dividend**”). Subject to the approval by the shareholders of the Company at the forthcoming annual general meeting (the “**AGM**”), the 2016 Final Dividend will be paid on or about 23 June 2017 to shareholders whose names appear on the register of members of the Company on Tuesday, 6 June 2017.

ANNUAL GENERAL MEETING

The AGM will be held on Friday, 26 May 2017 and the notice of AGM will be published and despatched in the manner as required by the Listing rules in due course.

CLOSURE OF REGISTER OF MEMBERS

In order to determine the shareholders eligibility to attend the AGM, the register of members of the Company will be closed from Tuesday, 23 May 2017 to Friday, 26 May 2017, both days inclusive, during which no transfer of shares will be registered. Only shareholders of the Company whose names appear on the register of members of the Company on 26 May 2017 or their proxies or duly authorised corporate representatives are entitled to attend the AGM. In order to qualify for attending and voting at the AGM, all properly completed transfer documents accompanied with relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration no later than 4:30 pm on 22 May 2017.

In order to determine the shareholders entitled to the 2016 Final Dividend, the register of members of the Company will be closed from Friday, 2 June 2017 to Tuesday, 6 June 2017, both days inclusive, during which no transfer of shares will be registered. Only shareholders of the Company whose names appear on the register of members of the Company on Tuesday, 6 June 2017 are entitled to the 2016 Final Dividend. In order to qualify for receiving the 2016 Final Dividend which is still subject to approval of the shareholders at the AGM, all properly completed transfer documents accompanied with relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration no later than 4:30 pm on 1 June 2017.

PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

This annual results announcement is published on the website of the Stock Exchange at www.hkexnews.hk and the website of the Company at www.purapharm.com. The annual report of the Company for the year ended 31 December 2016 will also be published on the website of the Stock Exchange at www.hkexnews.hk and the website of the Company at www.purapharm.com and will be dispatched to the shareholders of the Company in due course.

FORWARD LOOKING STATEMENTS

This announcement contains certain forward looking statements with respect to the financial condition, result of operations and business of the Group. These forward looking statements represent the Company's expectations or beliefs concerning future events and involve known and unknown risks and uncertainty that could cause actual results, performance or events to differ materially from those expressed or implied in such statements.

By Order of the Board
PuraPharm Corporation Limited
Chan Yu Ling, Abraham
Chairman

Hong Kong, 27 March 2017

As at the date of this announcement, the executive directors of the Company are Mr. Chan Yu Ling, Abraham, Dr. Tsoi Kam Biu, Alvin, Mr. Chan Lung Sang and Ms. Man Yee Wai, Viola; the non-executive director of the Company is Mr. Chan Kin Man, Eddie; and the independent non-executive directors of the Company are Dr. Chan Kin Keung, Eugene, Mr. Ho Kwok Wah, George, Dr. Leung Lim Kin, Simon and Prof. Tsui Lap Chee.