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康臣藥業集團有限公司
CONSUN PHARMACEUTICAL GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1681)

**DESPATCH OF CIRCULAR
REGARDING
(1) PROPOSED OFF-MARKET SHARE BUY-BACK
AND CONNECTED TRANSACTION;
(2) APPLICATION FOR WHITEWASH WAIVER; AND
(3) PROPOSAL FOR DISTRIBUTION OF SPECIAL DIVIDEND;**

Financial Adviser to the Company



BNP PARIBAS

BNP Paribas Securities (Asia) Limited

Reference is made to the announcement issued by Consun Pharmaceutical Group Limited (the “**Company**”) dated 6 February 2017 (the “**Announcement**”) in relation to, among other things, the Share Buy-back and the Whitewash Waiver and the announcement of the Company dated 27 February 2017 in relation to the delay in despatch of the circular. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Circular containing, among other things, details of the Share Buy-back Agreement and the Whitewash Waiver, the letter from the Independent Board Committee giving its recommendation to the Disinterested Shareholders on the Share Buy-back Agreement and the Whitewash Waiver, the letter from the independent financial adviser containing its advice to the Independent Board Committee relating to the Share Buy-back Agreement and the Whitewash Waiver, the proposal for distribution of the Special Dividend, the notice of the EGM and other information as required under the Listing Rules, the Takeovers Code and the Buy-backs Code has been dispatched to the Shareholder on 20 March 2017.

By order of the Board
Consun Pharmaceutical Group Limited
AN Yubao
Chairman

Hong Kong, 20 March 2017

As at the date of this announcement, the Board comprises Mr. AN Yubao, Ms. LI Qian and Professor ZHU Quan as executive Directors; Mr. WANG Shunlong and Mr. LIN Sheng as non-executive Directors; Mr. SU Yuanfu, Mr. FENG Zhongshi and Ms. CHENG Xinxin as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.