

FORMS RELATING TO LISTING

Form F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name : New Chinese Medicine Holdings Limited
新醫藥控股有限公司

Stock code (ordinary shares): 8085

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on the Growth Enterprise Market ("GEM") of the Stock Exchange of Hong Kong Limited (the "Exchange"). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 18 July 2008.

A. *General*

Place of incorporation	:	The Cayman Islands
Date of initial listing on GEM	:	7 March, 2002
Name of Sponsor(s)	:	N/A
Names of directors (<i>please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive</i>)	:	<i>Executive Directors:</i> Mr. Liu Jing Mr. Chu Hon Pong Mr. Li Heguo Mr. An Jinping Mr. Li Junhong Ms. Tong Pui Chi Lucia Mr. Law Kwok Chung <i>Non-executive Directors:</i> Dr. Neil Kai Gu <i>Independent Non-executive Directors:</i> Mr. Chu Kar Wing Dr. Loke Hoi Lam Mr. Ku Ling Yu John

Name(s) of substantial shareholder(s) (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company:

Name	Number of Shares held	Approximate percentage of shareholding
Excel Point Holdings Limited	354,980,000	29.49%
Mr. Chu Hon Pong	155,150,967	12.89%
Mr. Mo Shikang (“Mr. Mo”, <i>Note</i>)	150,000,000	12.46%
Asian Allied Limited (“Asian Allied”, <i>Note</i>)	150,000,000	12.46%
Super Win Development Limited (“Super Win”, <i>Note</i>)	150,000,000	12.46%
Chinese People Holdings Company Limited (“CPH”, <i>Note</i>)	150,000,000	12.46%

Note:

As CPH is a subsidiary of Super Win, Super Win is deemed to have interest in the ordinary shares of the Company (“the Shares”) held by CPH for the purpose of the Securities and Future Ordinance (“SFO”). For the purpose of the SFO, Asian Allied is deemed to have interest in the Shares held by Super Win and Mr. Mo is deemed to have interest in the Shares held by Asian Allied.

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company	:	N/A
Financial year end date	:	31 March
Registered address	:	Cricket Square Hutchins Drive P.O. Box 2681 Grand Cayman KY1-1111 Cayman Islands British West Indies
Head office and principal place of business	:	Room 802, Tower 1 Harbour Centre 1 Hok Cheung Street Hung Hom Kowloon Hong Kong
Web-site address (if applicable)	:	www.ncm.com.hk
Share registrar	:	<i>Principal share registrar:</i> Butterfield Fund Services (Cayman) Ltd. Butterfield House 68 Fort Street P.O. Box 705 George Town Grand Cayman Cayman Islands British West Indies <i>Hong Kong branch share registrar:</i> Tricor Standard Limited 26/F, Tesbury Centre, 28 Queen’s Road East, Hong Kong
Auditors	:	NCN CPA Limited Certified Public Accountants

B. Business activities

The mission of the Group is to modernise traditional Chinese medicine and promote the use of modernised Chinese medicine and health care products to international markets. The Group is principally engaged in the marketing and distribution of health care products.

C. Ordinary shares

Number of ordinary shares in issue	:	1,203,786,138
Par value of ordinary shares in issue	:	HK\$0.04 per share
Board lot size (in number of shares)	:	4,000
Name of other stock exchange(s) on which ordinary shares are also listed	:	N/A

D. Warrants

Stock code	:	8359
Board lot size	:	20,000
Expiry date	:	30 June 2010
Exercise price	:	HK\$0.45
Conversion ratio <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	:	N/A
No. of warrants outstanding	:	149,164,878
No. of shares falling to be issued upon the exercise of outstanding warrants	:	198,886,504

E. Other securities

Share Option

Number of share options granted And outstanding	:	100,500,000
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Responsibility statement

The directors of the Company (the "Directors") as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet ("the Information") and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

Mr. Liu Jing

Mr. Chu Hon Pong

Mr. Li Heguo

Mr. An Jinping
By his lawful attorney Li Junhong

Mr. Li Junhong

Ms. Tong Pui Chi Lucia

Mr. Law Kwok Chung

Dr. Neil Kai Gu
By his lawful attorney Li Heguo

Mr. Chu Kar Wing

Dr. Loke Hoi Lam

Mr. Ku Ling Yu John