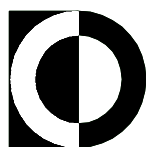


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**DAWNRAYS PHARMACEUTICAL (HOLDINGS) LIMITED**  
**東瑞製藥(控股)有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 2348)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 MAY 2014**

The Board is pleased to announce that all the proposed resolutions as set out in the notice of AGM were approved by shareholders by way of poll at the AGM held on 23 May 2014.

The board of directors (the “Board”) of Dawnrays Pharmaceutical (Holdings) Ltd. (the “Company”) is pleased to announce that at the annual general meeting of the Company held on 23 May 2014 (the “AGM”), all the proposed resolutions as set out in the notice of annual general meeting of the Company dated 11 April 2014 (the “Notice of AGM”) were approved by shareholders by way of poll.

As at the date of the AGM, the total number of issued shares of the Company was 804,356,000 shares, which was the total number of shares entitling the holders to attend and vote for or against all resolutions at the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and there were no shares requiring the holders to abstain from voting at the AGM under the Listing Rules. There were no restrictions on any shareholders of the Company casting votes on any of the resolutions at the AGM.

The Company’s branch share registrar in Hong Kong, Tricor Abacus Limited, acted as the scrutineer for the vote-taking at the AGM.

The poll results are set out as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2013.	474,377,623 (100.00%)	0 (0.00%)
2.	To declare a final dividend.	474,377,623 (100.00%)	0 (0.00%)
3.	(I) To re-elect Ms. Li Kei Ling as an executive director of the Company.	469,568,212 (98.99%)	4,809,411 (1.01%)
3.	(II) To re-elect Mr. Pan Xue Tian as an independent non-executive director of the Company.	469,924,212 (99.06%)	4,453,411 (0.94%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	(III) To re-elect Mr. Choi Tat Ying Jacky as an independent non-executive director of the Company.	469,924,212 (99.06%)	4,453,411 (0.94%)
3.	(IV) To authorize the board of directors of the Company to fix the remuneration of the directors.	472,877,623 (99.68%)	1,500,000 (0.32%)
4.	To re-appoint Ernst & Young as Auditors of the Company and authorize the board of directors to fix their remuneration.	474,377,623 (100.00%)	0 (0.00%)
5.	Ordinary resolution no. 5 set out in the notice of the Annual General Meeting (to grant a general mandate to the directors of the Company to allot, issue and deal with new shares in the Company not exceeding 20% of the issued share capital of the Company).	436,080,100 (91.99%)	37,981,523 (8.01%)
6.	Ordinary resolution no. 6 set out in the notice of the Annual General Meeting (to grant a general mandate to the directors of the Company to repurchase shares in the Company not exceeding 10% of the issued share capital of the Company).	474,377,623 (100.00%)	0 (0.00%)
7.	Ordinary resolution no. 7 set out in the notice of the Annual General Meeting (to extend the general mandate to the directors of the Company to allot, issue and deal with new shares in the Company by an amount not exceeding the amount of shares in the Company repurchased by the Company).	437,563,778 (92.30%)	36,497,845 (7.70%)

As more than 50% of the votes were cast in favour of each of the Resolutions 1 to 7, all such resolutions were passed as ordinary resolutions.

Shareholders may refer to the Notice of AGM and the circular dated 11 April 2014 issued to shareholders for details of the above resolutions.

By Order of the Board  
Dawnrays Pharmaceutical (Holdings) Ltd.  
Pang Kit Ling  
Company Secretary

Hong Kong, 23 May 2014

*As at the date of this announcement, the Board comprises seven Directors, of whom three are Executive Directors, namely Ms. Li Kei Ling, Mr. Hung Yung Lai and Mr. Li Tung Ming; one is Non-executive Director, Mr. Leung Hong Man; three are Independent Non-executive Directors, namely Mr. Pan Xue Tian, Mr. Choi Tat Ying Jacky and Mr. Lo Tung Sing Tony.*