



Vital BioTech Holdings Limited

維奧生物科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1164)

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board of Vital BioTech Holdings Limited is pleased to announce that Ms. Guo Lin has been appointed as an executive director of the Company, effective from 1 January 2008.

The board of directors (the “Board”) of Vital BioTech Holdings Limited (the “Company”) is pleased to announce that Ms. Guo Lin (“Ms. Guo”) has been appointed as an executive director of the Company, effective from 1 January 2008.

Ms. Guo Lin, aged 44, has joined the Group since June 2001. She is currently the vice president of the Group and the chairman of Vital Pharmaceuticals (Sichuan) Co. Ltd., a subsidiary of the Group. Ms. Guo obtained a Bachelor Degree in Economics from Hunan Finance and Economics Institute in 1984 and obtained a Master Degree from Zhongnan Industrial University in 1993. Ms. Guo was a lecturer in Hunan Finance and Economics Institute and Zhongnan Industrial University and also served as a manager in an investment bank. Save as disclosed above, Ms. Guo did not hold any directorship in any listed companies in the last three years.

Save as disclosed above, Ms. Guo does not have any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). As at the date of this announcement, Ms. Guo does not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance, other than holding share options to subscribe for 3,000,000 shares of the Company.

Ms. Guo and the Company entered into a service agreement (the “Service Agreement”) for a term of 24 months commencing from 1 January 2008, which shall continue to be effective subject to the termination by either party. In addition to the monthly remuneration of HK\$80,000 for acting as executive director, Ms. Guo and other executive directors are also entitled to discretionary management bonuses, provided that the aggregate amount of discretionary bonuses in any financial year shall not exceed 10% of the audited profit attributable to shareholders of the Group for that financial year.

The remuneration policies for the executive directors of the Company are based on the recommendations from the Remuneration Committee, which comprises three independent non-executive directors and two executive directors of the Company, and remunerations are determined by reference to the experience of the directors, responsibilities in the Group, business performance of the Company, and remuneration benchmark in the industry and the prevailing market conditions. Pursuant to the Articles of Association of the Company, Ms. Guo will hold office of director until the next following general meeting of the Company and shall then be eligible for re-election at the meeting. Thereafter, Ms. Guo will also be subject to retirement by rotation and re-election in accordance with the Articles of Association of the Company.

Save as the information disclosed above, Ms. Guo confirmed that there is no other matter that needs to be brought to the attention of the shareholders of the Company and there is no other information that should be disclosed under Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to welcome Ms. Guo to join the Board.

As at the date of this announcement, the Board of the Company comprises five executive directors: Mr. Tao Lung, Mr. Huang Jianming, Mr. Shen Songqing, Mr. Liu James Jin and Mr. Xu Xiaofan, and three independent non-executive directors: Mr. Lui Tin Nang, Mr. Lee Kwong Yiu and Mr. Chong Cha Hwa.

By Order of the Board
Vital BioTech Holdings Limited
Tao Lung
Chairman

Hong Kong, 31 December 2007