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聯康集團

Uni-Bio Science

UNI-BIO SCIENCE GROUP LIMITED

聯康生物科技集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0690)

**DISCLOSEABLE TRANSACTION –
THE SUBSCRIPTIONS OF
WEALTH MANAGEMENT PRODUCTS**

The Board announces that, on 17 January 2020, the Subscriber WTGL, a direct wholly-owned subsidiary of the Company, entered into the First Subscription Agreement and the Second Subscription Agreement with CCB Shenzhen Branch, pursuant to which the Subscriber subscribed for the Wealth Management Products from CCB Shenzhen Branch in the principal amount of RMB5,000,000 and RMB25,000,000 respectively.

As the highest applicable percentage ratios in respect of the Subscriptions, on an aggregated basis pursuant to Rule 14.22 of the Listing Rules, exceeds 5% but is less than 25%, the Subscriptions constituted a discloseable transaction under Chapter 14 of the Listing Rules and was subject to the reporting and announcement requirements under the Listing Rules.

THE SUBSCRIPTIONS

The Board announces that, on 17 January 2020, the Subscriber WTGL, a direct wholly-owned subsidiary of the Company, entered into the First Subscription Agreement and the Second Subscription Agreement with CCB Shenzhen Branch, pursuant to which the Subscriber subscribed for the Wealth Management Products from CCB Shenzhen Branch in the principal amount of RMB5,000,000 and RMB25,000,000 respectively.

* For identification purposes only

Principal terms of each of the Subscription Agreements are set out below:

(I) First Subscription Agreement

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| Date: | 17 January 2020 |
| Parties: | (1) The Subscriber, as subscriber. The subscriber is a direct wholly-owned subsidiary of the Company, which is principally engaged in manufacture and sale of biopharmaceutical (2) CCB Shenzhen Branch |
| Name of the Wealth Management Products: | “Qian Yuan-Shun Xin” (the first phrase of wealth management products in 2020)* (“乾元-順鑫” (2020年第一期理財產品)) |
| Type of the Wealth Management Products: | Non-principal guaranteed with floating income |
| Currency of investment and returns: | RMB |
| Principal subscription amount: | RMB5,000,000 (equivalent to approximately HK\$5,600,000) |
| Term of investment period: | 94 days, commencing from 17 January 2020 to 20 April 2020 (excluding the maturity date) CCB Shenzhen Branch shall have the right to early terminate by giving announcement in 2 days before such termination and right to extension by giving announcement in 5 days before the maturity date. |
| Scope of investment: | Equity assets, debt assets and bonds and money market instrument assets under the asset-based RMB wealth management products and other asset portfolios in compliance with regulatory requirements |
| Expected annualised return rate: | 3.70% CCB Shenzhen Branch may adjust the expected annualised return rate in light of the market condition, the operation of the Wealth Management Products or other factors. |

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| Calculation of investment returns: | $\text{Principal subscription amount} \times \text{expected annualised return rate} \times \text{days of investment} / 365$ |
| Fees: | Certain fees in relation to the Wealth Management Products are payable to CCB Shenzhen Branch, including fixed product entrustment fee of 0.05% per annum and fixed product sales fees of 0.00% per annum on the amount of asset being managed. Additional floating product management fee will be charged on the extra amount of actual return rate over the expected annualised return rate after deducting the fixed product entrustment fee and fixed product sales fees. |
| Payment of principal and investment returns: | <p>The principal subscription amount and investment returns will be transferred to the designated account of the Subscriber in a lump sum within one business day after the maturity date.</p> <p>Depending on the actual circumstances, CCB Shenzhen Branch shall have the right to choose to pay the amount in advance or delay the payment or pay by installments, and announcement in respect of such plan will be made within two business days accordingly.</p> |

(II) Second Subscription Agreement

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| Date: | 17 January 2020 |
| Parties: | <p>(1) The Subscriber as subscriber</p> <p>(2) CCB Shenzhen Branch</p> |
| Name of the Wealth Management Products: | “Qian Yuan-Shun Xin” (the second phrase of wealth management products in 2020)* (“乾元-順鑫” (2020年第二期理財產品)) |
| Type of the Wealth Management Products: | Non-principal guaranteed with floating income |
| Currency of investment and returns: | RMB |
| Principal subscription amount: | RMB25,000,000 (equivalent to approximately HK\$28,000,000) |

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| Term of investment period: | 178 days, commencing from 17 January 2020 to 13 July 2020 (excluding the maturity date) |
| | CCB Shenzhen Branch shall have the right to early terminate by giving announcement in 2 days before such termination and right to extension by giving announcement in 5 days before the maturity date. |
| Scope of investment: | Equity assets, debt assets and bonds and money market instrument assets under the asset-based RMB wealth management products and other asset portfolios in compliance with regulatory requirements |
| Expected annualised return rate: | 3.80% CCB Shenzhen Branch may adjust the expected annualised return rate in light of the market condition, the operation of the Wealth Management Products or other factors. |
| Calculation of investment returns: | $\text{Principal subscription amount} \times \text{expected annualised return rate} \times \text{days of investment} / 365$ |
| Fees: | Certain fees in relation to the Wealth Management Products are payable to CCB Shenzhen Branch, including fixed product entrustment fee of 0.05% per annum and fixed product sales fees of 0.00% per annum on the amount of asset being managed. Additional floating product management fee will be charged on the extra amount of actual return rate over the expected annualised return rate after deducting the fixed product entrustment fee and fixed product sales fees. |
| Payment of principal and investment returns: | The principal subscription amount and investment returns will be transferred to the designated account of the Subscriber in a lump sum within one business day after the maturity date of the product. Depending on the actual circumstances, CCB Shenzhen Branch shall have the right to choose to pay the amount in advance or delay the payment or pay by installments, and announcement in respect of such plan will be made within two business days accordingly. |

REASONS FOR ENTERING INTO THE SUBSCRIPTIONS

The Group is principally engaged in bioscience related business with focus on research, development and commercialisation of biopharmaceutical products through recombinant DNA and other technologies.

CCB is a bank licensed and incorporated under the laws of the PRC, the H shares of which are listed on the Main Board of the Stock Exchange (Stock code: 939). CCB is principally engaged in the provision of comprehensive financial services, such as personal banking, corporate banking, investment and wealth management. To the best of the Directors' knowledge, information and belief having made all reasonable enquires, each of CCB and its ultimate beneficial owners is an Independent Third Party.

The Subscriptions were carried out by the Company for treasury management purpose and will be funded by the internal resources of the Group. In view of the lower risk level and higher stability of the Wealth Management Products as compared to other non-bank wealth management products, the Company is of the view that the Subscriptions would allow the Group to maximise the use of its available funds with the aim of obtaining satisfactory return without adversely affecting the working capital and business operations of the Group.

The Directors are of the view that the Subscriptions would not cause any adverse effects on the Group's working capital. The Directors (including independent non-executive Directors) are therefore of the view that each of the First Subscription and the Second Subscription is fair and reasonable and is in the best interests of the Company and its Shareholders as a whole.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio in respect of the Subscriptions, on an aggregated basis pursuant to Rule 14.22 of the Listing Rules, exceeds 5% but is less than 25%, the Subscriptions constituted a discloseable transaction under Chapter 14 of the Listing Rules and was subject to the reporting and announcement requirements under the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following words and expressions shall have the meaning ascribed to them below:

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| “Board” | the board of Directors |
| “CCB” | China Construction Bank Corporation (中國建設銀行股份有限公司), a bank licensed and incorporated under the laws of the PRC |
| “CCB Shenzhen Branch” | CCB Shenzhen City Branch* (中國建設銀行深圳市分行) |

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| “Company” | Uni-Bio Science Group Limited, a company incorporated in the Cayman Islands with limited liability, whose shares are listed on the Main Board of the Stock Exchange (Stock code: 0690) |
| “connected person(s)” | has the meaning as ascribed thereto in the Listing Rules |
| “Director(s)” | director(s) of the Company |
| “First Subscription” | the subscription by the Subscriber for the Wealth Management Products in a principal amount of RMB5,000,000 pursuant to the First Subscription Agreement |
| “First Subscription Agreement” | the subscription agreement entered into between the Subscriber and CCB Shenzhen Branch on 17 January 2020 in relation to the First Subscription |
| “Group” | the Company together with its subsidiaries |
| “HK\$” | Hong Kong dollars, the lawful currency of Hong Kong |
| “Hong Kong” | the Hong Kong Special Administrative Region of the People’s Republic of China |
| “Independent Third Party” | a third party independent of the Company and the connected persons of the Company |
| “Listing Rules” | the Rules Governing the Listing of Securities on the Stock Exchange |
| “PRC” | the People’s Republic of China, which for the purpose of this announcement, shall exclude Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan |
| “RMB” | Renminbi, the lawful currency of the PRC |
| “Second Subscription” | the subscription by the Subscriber for the Wealth Management Products in a principal amount of RMB25,000,000 pursuant to with the Second Subscription Agreement |
| “Second Subscription Agreement” | the subscription agreement entered into between the Subscriber and CCB Shenzhen Branch on 17 January 2020 in relation to the Second Subscription |

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| “Share(s)” | ordinary share(s) of HK\$0.01 each in the capital of the Company |
| “Shareholder(s)” | holder(s) of the issued Share(s) |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Subscriber” | WTGL, a limited liability company incorporated in the PRC and a direct wholly-owned subsidiary of the Company |
| “Subscriptions” | collectively, the First Subscription and the Second Subscription |
| “Subscription Agreements” | collectively, the First Subscription Agreement and the Second Subscription Agreement |
| “Wealth Management Products” | the non-principal guaranteed with floating income wealth management products, denominated in RMB subscribed for by the Subscriber under the Subscription Agreements |
| “%” | per cent. |

For the purpose of this announcement, unless otherwise indicated, conversion of RMB into HK\$ is calculated at the approximate exchange rate of RMB0.89 to HK\$1.00. This exchange rate is adopted for the purpose of illustration purpose only and does not constitute a representation that any amounts have been, could have been, or may be, exchanged at this rate or any other rate at all.

On behalf of the Board
Uni-Bio Science Group Limited
Kingsley Leung
Chairman

Hong Kong, 17 January 2020

As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Kingsley Leung (Chairman), Mr. Chen Dawei (Vice-Chairman) and Mr. Zhao Zhi Gang; one non-executive Director, Mr. Yau Kwok Wing Tony; and three independent non-executive Directors, namely, Mr. Chow Kai Ming, Mr. Ren Qimin and Mr. Ma Qingshan.