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## **VIVA BIOTECH HOLDINGS**

### **维亚生物科技控股集团**

*(Incorporated in the Cayman Islands as an exempted company with limited liability)*

**(Stock code: 1873)**

## **MAJOR TRANSACTION AMENDMENT OF THE SHARE TRANSFER AGREEMENT**

References are made to the announcements of Viva Biotech Holdings (the “**Company**”) dated September 21, 2020, October 15, 2020, December 15, 2020, December 23, 2020 and January 18, 2021, respectively, in relation to the acquisition of the entire equity interest in SYNthesis med chem (Hong Kong) Limited for approximately US\$80 million (the “**Acquisition Announcements**”). Capitalized terms used herein have the same meanings as defined in the Acquisition Announcements unless the context requires otherwise.

On January 25, 2021, the Vendor and the Company entered into a second amendment agreement pursuant to which both parties agreed to enter into certain amendments to facilitate for a prompt Closing. Both parties have agreed that the Company may, at its sole discretion, elect on or before Closing to issue less than the 8,654,685 Consideration Shares to the Vendor pursuant to the Company’s General Mandate (granted to the Directors by the Shareholders on June 10, 2020) and in lieu of issuing the remainder of the Consideration Shares, to pay an amount in cash by wire transfer representing the value of the remaining Consideration Shares that the Company has elected to not issue. The Company has also retained its right to pay US\$10 million in cash as partial consideration instead of issuing any of the Consideration Shares. In addition, both parties have agreed on a change to the benchmark date for the calculation of the Net Working Capital and a backward-looking tax-related adjustment to the Consideration. Save for the foregoing amendments, all other terms of the Agreement currently in force shall remain unchanged.

By order of the Board

**Viva Biotech Holdings**

**Mao Chen Cheney**

*Chairman and Chief Executive Officer*

Hong Kong, January 25, 2021

*As at the date of this announcement, the Board comprises four Executive Directors, namely, Mr. Mao Chen Cheney (Chairman), Mr. Wu Ying, Mr. Hua Fengmao and Mr. Ren Delin; a Non-executive Director, namely, Ms. Sun Yanyan; and three Independent Non-executive Directors, namely, Mr. Fu Lei, Ms. Li Xiangrong and Mr. Wang Haiguang.*