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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 AND CONNECTED TRANSACTIONS — TRANSACTION ARRANGEMENTS: DELAY IN COMPLETION OF WTGL SP AGREEMENT

Reference is made to the circulars of the Company dated 8 February 2019 and 15 September 2020 (“**2020 Circular**”) and the announcements of the Company dated 25 February 2019, 25 March 2019, 31 December 2019, 22 June 2020, 11 August 2020, 21 December 2021 and 23 December 2022 (“**Announcements**”) in relation to the transactions contemplated under the Figures Up SP Agreement and the WTGL SP Agreement, that is, the Transaction Arrangements. Unless otherwise defined in this announcement, capitalised terms used herein shall have the same meanings as those defined in the 2020 Circular.

Pursuant to the WTGL SP Agreement (as supplemented by the supplemental agreement dated 23 December 2022 further details of which are set out in the Announcements), the WTGL Sale Shares Completion Long Stop Date, being the last date of which all the conditions precedent to the WTGL Sale Shares Completion shall be fulfilled to proceed to WTGL Sale Shares Completion, is on 31 December 2023 (or such other date as Vendor B and Purchaser B may agree in writing).

As set out in the Announcements, the WTGL Split-off has been completed and the WTGL Land and Property Rights Completion has taken place, whereby the WTGL Land and Property Rights have been transferred to Purchaser B. From the accounting perspective, the risks and benefits relating to the WTGL Land and Property Rights have been transferred to Purchaser B and the Group has since then derecognised the assets in relation to the WTGL Land and Property Rights in the Group’s statement of financial position. In addition, the Group has received all the WTGL Consideration from Purchaser B in accordance with the terms of the WTGL SP Agreement.

As set out in the Announcements, due to the new additional requirements on the part of WTGL B as prescribed by the relevant government authority, additional time was required for the transfer of the title of the land use rights of the WTGL Land and property rights of the buildings constructed on the WTGL Land to be completed, which is one of conditions precedent to the WTGL Sale Shares Completion.

One of such additional requirements is for WTGL B to obtain the endorsement as a High and New Technology Enterprise, which among other things, is required before the Group can transfer to WTGL B the title of the land use rights of the WTGL Land and property rights of the buildings constructed on the WTGL Land and proceed to WTGL Sale Shares Completion. As at the date of this announcement, such endorsement has not yet been obtained, the parties to the WTGL SP Agreement thus entered into a supplemental agreement on 22 December 2023 to further extend the WTGL Sale Shares Completion Long Stop Date to a date falling on or before 31 December 2026 (or such other date as Vendor B and Purchaser B may agree in writing).

Save for the extension of the WTGL Sale Shares Completion Long Stop Date, all terms and conditions in the WTGL SP Agreement remain unchanged and in full force and effect.

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

Hong Kong, 22 December 2023

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.

** For identification purpose only*