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GOLDEN MEDITECH HOLDINGS LIMITED

金衛醫療集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00801)

(Stock Code of the Warrants: 00481)

INSIDE INFORMATION FURTHER UPDATE ON THE POSSIBLE OPEN OFFER

This announcement is made by Golden Meditech Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Unless otherwise defined herein, capitalized terms used herein shall have the same meanings as those defined in the announcements of the Company (the “**Announcements**”) dated 29 April 2015 and 29 May 2015 in relation to, among other things, a legally binding term sheet (as supplemented and amended by a supplemental agreement dated 29 May 2015) (the “**Underwriting Term Sheet**”) entered into between the Company and Bio Garden Inc. (“**Bio Garden**”) in relation to a possible open offer.

In view of the recent market condition and the fluctuation of market price of the Shares, on 10 July 2015, the Company and Bio Garden have entered into a second supplemental agreement pursuant to which the parties agreed to amend certain terms of the Possible Open Offer.

The revised terms are summarised as follows:-

- (i) the subscription price for the Offer Shares has been changed to HK\$1.00 per Offer Share; and
- (ii) the parties agreed to further extend the time for entry into a legally binding agreement in respect of the Underwriting to a date on or before 31 August 2015.

Save for the above, all other terms and conditions of the Underwriting Term Sheet remain unchanged and continue in full force and effect.

The Company will make further announcement(s) to update the Shareholders and potential investors of the status of the Underwriting and the Possible Open Offer as and when appropriate.

The Underwriting is subject to, among other things, the signing of a legally binding agreement. There is no assurance that the Company and Bio Garden will eventually enter into a legally binding agreement in respect of the Underwriting. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company, and if in any doubt, they should consult their professional advisers.

By order of the Board of
Golden Meditech Holdings Limited
Kam Yuen
Chairman

Hong Kong, 10 July 2015

As at the date of this announcement, the Board comprises 9 directors. The executive directors are Mr. Kam Yuen (Chairman), Mr. Kong Kam Yu and Mr. Yu Kwok Kuen, Harry; the non-executive directors are Ms. Zheng Ting and Mr. Gao Yue; and the independent non-executive directors are Prof. Cao Gang, Mr. Feng Wen, Prof. Gu Qiao and Mr. Daniel Foa.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.