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Grand Full Development Limited
(創隆發展有限公司)
*(Incorporated in Hong Kong with
limited liability)*

**Bloomage BioTechnology
Corporation Limited**
華熙生物科技有限公司
*(Incorporated in the Cayman Islands
with limited liability)*
(Stock Code: 00963)

**JOINT ANNOUNCEMENT
PROPOSAL FOR THE PRIVATISATION OF
BLOOMAGE BIOTECHNOLOGY CORPORATION LIMITED
BY
GRAND FULL DEVELOPMENT LIMITED
BY WAY OF A SCHEME OF ARRANGEMENT
(UNDER SECTION 86 OF THE COMPANIES LAW)**

- (1) EFFECTIVE DATE OF THE SCHEME
AND
(2) PROPOSED WITHDRAWAL OF LISTING**

Financial Adviser to the Offeror



華泰金融控股(香港)有限公司
HUATAI FINANCIAL HOLDINGS (HONG KONG) LIMITED

References are made to (i) the scheme document jointly issued by Bloomage BioTechnology Corporation Limited (the “**Company**”) and Grand Full Development Limited (the “**Offeror**”) on 15 September 2017 in relation to the proposed privatization of the Company by way of a scheme of arrangement under Section 86 of the Companies Law (the “**Scheme Document**”); (ii) the joint announcement issued by the Company and the Offeror on 16 October 2017 in relation to the results of the Court Meeting and the EGM (the “**Results Announcement**”); and (iii) the joint announcement issued by the Company and the Offeror dated 30 October 2017 in relation to the sanction of the Scheme by the Grand Court.

Unless otherwise defined, terms used herein shall have the same meaning as those defined in the Scheme Document.

EFFECTIVE DATE OF THE SCHEME

The Scheme was sanctioned without modification by the Grand Court on Friday, 27 October 2017 (Cayman Islands time). The reduction of the issued share capital of the Company resulting from the cancellation and extinguishment of the Scheme Shares was also confirmed by the Grand Court on the same day. A copy of the order of the Grand Court sanctioning the Scheme and confirming the reduction of the issued share capital of the Company was delivered to the Registrar of Companies in the Cayman Islands for registration on Monday, 30 October 2017 (Cayman Islands time). Notice of the registration shall be published in the Cayman Islands Gazette and in a Hong Kong newspaper in English and a Hong Kong newspaper in Chinese within 21 days of such registration.

All the Conditions as set out in the Scheme Document were fulfilled and the Scheme became effective on Monday, 30 October 2017 (Cayman Islands time).

PAYMENT UNDER THE SCHEME

Cheques for cash payment under the Scheme will be despatched by the Offeror as soon as possible but in any event on or before Wednesday, 8 November 2017.

OPTION OFFER BECOMES UNCONDITIONAL

The Option Offer is only conditional upon the Scheme becoming effective. Accordingly, the Option Offer became unconditional on Monday, 30 October 2017 (Cayman Islands time). The Option Offer will remain open for acceptance until 4:00 p.m. on Monday, 13 November 2017 (or such other date and time as may be notified by the Offeror or Huatai Financial).

PAYMENT UNDER THE OPTION OFFER

Any cash entitlements under the Option Offer will be paid net of any applicable taxes.

Payment in relation to Share Options in respect of which validly completed Forms of Acceptance were received will be made as soon as possible and in any event within seven (7) business days (as defined under the Takeovers Code) of the Effective Date, or in the case of Forms of Acceptance received after the Effective Date but before 4:00 p.m. on Monday, 13 November 2017, within seven (7) business days (as defined under the Takeovers Code) following receipt of such validly completed Forms of Acceptance.

WITHDRAWAL OF LISTING

It is expected that the listing of the Shares on the Stock Exchange will be withdrawn at or before 4:00 p.m. on Wednesday, 1 November 2017 (Hong Kong time).

ZHAO SHARES

As part of the Proposal, and upon the Scheme becoming effective, Ms. Zhao shall surrender the Zhao Shares for cancellation and the Company shall allot and issue to the Offeror such number of new Shares as is equal to the number of the Zhao Shares surrendered and cancelled.

TERMINATION OF THE OPTION AGREEMENT

As part of the Proposal, and upon the Scheme having become effective, the Option Agreement was terminated pursuant to the terms of the Termination Agreement and the Termination Fee shall be payable by AIM First to Wealthy Delight.

By Order of the board of
Grand Full Development Limited
創隆發展有限公司
Zhao Yan
Director

By Order of the board of
Bloomage BioTechnology Corporation
Limited
華熙生物科技有限公司
Gong Anmin
Director

Hong Kong, 31 October 2017

As at the date of this joint announcement, the sole director of the Offeror is Ms. Zhao.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group) and confirm, having made all reasonable enquiries, that to the best of her knowledge, opinions expressed in this joint announcement (other than those expressed by the Group) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the Directors are:

Executive Directors:

Ms. Zhao Yan

Mr. Jin Xuekun

Mr. Gong Anmin

Ms. Wang Aihua

Non-executive Director:

Mr. Yau Wai Yan

Independent non-executive Directors:

Ms. Zhan Lili

Mr. Li Junhong

Mr. Xue Zhaofeng

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