

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness, and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Offeror or the Company nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of securities of the Company in any jurisdiction in contravention of applicable law.*



**BBI LIFE SCIENCES CORPORATION**

**BBI生命科學有限公司**

**LJ FUTURE LTD.**

*(Incorporated in the British Virgin Islands with limited liability)*

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1035)**

## **JOINT ANNOUNCEMENT**

### **PROPOSED PRIVATISATION OF BBI LIFE SCIENCES CORPORATION BY THE OFFEROR BY WAY OF A SCHEME OF ARRANGEMENT (UNDER SECTION 86 OF THE COMPANIES LAW)**

#### **IRREVOCABLE UNDERTAKING RECEIVED BY THE OFFEROR**

Reference is made to the joint announcement issued by BBI Life Sciences Corporation (the “**Company**”) and LJ Future Ltd. (the “**Offeror**”) dated 20 January 2020 (the “**Joint Announcement**”) in relation to, among other things, the proposed privatisation of the Company by the Offeror by way of a scheme of arrangement under Section 86 of the Companies Law. Capitalised terms used in this announcement shall have the same meanings as those defined in the Joint Announcement unless otherwise stated.

On 18 February 2020, BGI Tech Holding (Hong Kong) Co., Limited (“**BGI Tech**”) gave an irrevocable undertaking to the Offeror (the “**BGI Tech Irrevocable Undertaking**”) pursuant to which BGI Tech has undertaken to, among other things, exercise (or procure the exercise of) all voting rights attached to the Shares held or owned by it as at the date of the BGI Tech Irrevocable Undertaking (being 22,833,000 Shares, representing approximately 4.10% of the total issued share capital of the Company as at the date of the BGI Tech Irrevocable Undertaking) at the Court Meeting and the EGM in favour of all the resolutions to approve the Proposal and any matters in connection with the Proposal (where applicable). Further, BGI Tech has undertaken not to deal in such Shares

(including, without limitation, not to (i) sell, transfer or otherwise dispose of such Shares, or (ii) enter into any arrangement which would or might impede giving effect to the Scheme or the undertaking given by it under the BGI Tech Irrevocable Undertaking).

The BGI Tech Irrevocable Undertaking, being a binding irrevocable undertaking, will terminate and the obligations of BGI Tech thereunder will cease to be binding if (i) the Offeror announces, with the consent of the Executive and before the Scheme Document is posted, that it does not intend to proceed with the Scheme, or (ii) the Scheme does not become effective by 1 June 2020 (or such later date as the Grand Court may direct and as may be permitted under the Takeovers Code), lapses or is withdrawn in accordance with its terms and no new, revised or replacement Scheme is announced by the Offeror and/or the Company at the same time.

**Shareholders and potential investors should be aware that the implementation of the Proposal is subject to conditions being fulfilled or waived, as applicable, and thus the Proposal may or may not be implemented. Shareholders and potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor and/or other professional advisers.**

By order of the board of directors of  
**LJ Future Ltd.**  
**Wang Luoqia**  
*Director*

By order of the Board  
**BBI Life Sciences Corporation**  
**Wang Qisong**  
*Chairman*

Hong Kong, 19 February 2020

*As at the date of this announcement, the directors of the Offeror and the HoldCo are Ms. Wang Luoqia and Ms. Wang Jin.*

*The directors of the Offeror and the HoldCo jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Directors) 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.*

*As at the date of this announcement, the executive Directors are Mr. Wang Qisong, Ms. Wang Luoqia and Ms. Wang Jin, the non-executive Director is Mr. Zhou Mi, and the independent non-executive Directors are Mr. Xia Lijun, Mr. Ho Kenneth Kai Chung and Mr. Liu Jianjun.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Offeror) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement*

*(other than those expressed by the Offeror) 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.*