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南京三寶科技股份有限公司
NANJING SAMPLE TECHNOLOGY CO.,LTD.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1708)

DISCLOSEABLE TRANSACTIONS
SUPPLEMENTAL AGREEMENT TO THE ACQUISITION AND
COOPERATION AGREEMENT

Reference is made to the announcement (the “**Announcement**”) of Nanjing Sample Technology Co., Ltd.* (the “**Company**”) dated 19 March 2020 in relation to (1) disposal of 60.33% equity interests in Nanjing Dongbang; and (2) possible acquisition of project fund. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As stated in the Announcement, pursuant to the Acquisition and Cooperation Agreement, the parties agreed to provide an option (the “**Option**”) to China Overseas, which is exercisable by China Overseas within 90 days after the Acquisition and Cooperation Agreement comes into effect (the “**Option Period**”) to decide whether the Fund Transfer Agreement is lapsed. If China Overseas decides that the Fund Transfer Agreement is lapsed, it will mean that China Overseas opts to continue to hold the Xuyi Fund through Nanjing Dongbang. If China Overseas decides that the Fund Transfer Agreement is effective, it will mean that the Company shall purchase the Xuyi Fund held by Nanjing Dongbang and pay the consideration of RMB450,000,000 to Nanjing Dongbang pursuant to the Fund Transfer Agreement.

SUPPLEMENTAL AGREEMENT TO THE ACQUISITION AND COOPERATION AGREEMENT

On 17 June 2020 (after trading hours), China Overseas, the Company, Jiangsu Zhongyi and Nanjing Dongbang entered into a supplemental agreement, pursuant to the which, all parties agreed to amend the Option Period as referred to above from 90 days to 180 days by further extending the Option Period for 90 days.

Save as disclosed above, all other terms and conditions of the Acquisition and Cooperation Agreement and the Fund Transfer Agreement remain unchanged.

REASONS FOR ENTERING INTO THE SUPPLEMENTAL AGREEMENT

In view of the relatively large scale of the fund and the due diligence of the investment projects involved has not yet completed, China Overseas expressed that they need more time to conduct the relevant internal evaluation process so as to form a final decision on the acquisition of the fund. The Company considered that disposal of the equity interests of Nanjing Dongbang together with the Xuyi Fund held by it is in line with the Company's development strategy, so the parties agreed to extend the Option Period by 90 days to facilitate China Overseas to complete its internal decision-making process in relation to the acquisition of funds.

By Order of the Board
Nanjing Sample Technology Company Limited*
Sha Min
Chairman

Nanjing, the PRC
17 June 2020

As at the date of this announcement, the executive Directors are Mr. Sha Min (Chairman), Mr. Zhu Xiang, Ms. Yu Hui, the non-executive Director is Mr. Chang Yong; and the independent non-executive Directors are Mr. Hu Hanhui, Mr. Gao Lihui and Mr. Niu Zhongjie.

* *For identification purpose only*