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**信銘生命科技集團有限公司**  
**Aceso Life Science Group Limited**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 00474)**

**HAO TIAN INTERNATIONAL**  
**CONSTRUCTION INVESTMENT GROUP LIMITED**  
**昊天國際建設投資集團有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1341)**

## **JOINT ANNOUNCEMENT**

**MAJOR TRANSACTION  
IN RELATION TO  
ACQUISITION OF SALE SHARES  
AND  
ISSUE OF CONSIDERATION NOTES**

**DISCLOSEABLE TRANSACTION  
IN RELATION TO  
ACQUISITION OF SALE SHARES  
AND  
ISSUE OF CONSIDERATION NOTES**

Reference is made to the joint announcement jointly published by Aceso Life Science Group Limited (“**ALS Group**”) and Hao Tian International Construction Investment Group Limited (“**HTICI Group**”) on 28 October 2022 in relation to the Acquisitions (the “**Joint Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Joint Announcement.

### **INTRODUCTION**

On 28 October 2022 (after trading hours), the Subsidiary-1 (a direct wholly-owned subsidiary of HTICI and an indirect non-wholly owned subsidiary of ALS) and the Seller entered into the Share Transfer Agreement-1, pursuant to which the Subsidiary-1 has conditionally agreed to acquire and the Seller has conditionally agreed to sell the Sale Shares-1 at the total consideration of HK\$255,000,000.

On the same day (after trading hours), the Subsidiary-2 (a direct wholly-owned subsidiary of ALS) and the Seller entered into the Share Transfer Agreement-2, pursuant to which the Subsidiary-2 has conditionally agreed to acquire and the Seller has conditionally agreed to sell the Sale Shares-2 at the total consideration of HK\$170,000,000.

## CONSIDERATION OF SALE SHARES OF THE TARGET COMPANY

The Consideration was arrived at after arm's length negotiations between Subsidiary-1, Subsidiary-2 and the Seller with reference to (i) the fair value of the shopping complex owned by the subsidiary of the Target Company as at 30 September 2022 of approximately HK\$4,700 million; and (ii) the unaudited book value of net assets of the Target Company and its subsidiary (the “**Target Group**”) as at 30 September 2022 of approximately HK\$679 million. The total Consideration for the Acquisition shall be HK\$425 million.

## CONCLUSION

Based on the foregoing, the Directors consider that the Consideration of the Acquisition are fair and reasonable, on normal commercial terms and the Acquisition is in the interests of the Company and the Shareholders as a whole. Each of the HTICI Board and ALS Board considers that the Consideration of the Share Transfer Agreement-1 are fair and reasonable and in the interests of the HTICI Group and ALS Group and their respective shareholders as a whole. The ALS Board considers that the Consideration of the Share Transfer Agreement-2 are fair and reasonable and in the interests of the ALS Group and its respective shareholders as a whole.

By order of the board of directors of  
**Aceso Life Science Group Limited**  
**Xu Haiying**  
*Executive Director*

By order of the board of directors of  
**Hao Tian International Construction  
Investment Group Limited**  
**Fok Chi Tak**  
*Executive Director*

Hong Kong, 5 December 2022

*As at the date of this announcement, the ALS Board comprises three executive directors, namely Mr. Xu Haiying, Dr. Zhiliang Ou, J.P. (Australia) and Mr. Fok Chi Tak; and three independent non-executive directors, namely Mr. Chan Ming Sun Jonathan, Mr. Lam Kwan Sing and Mr. Mak Yiu Tong.*

*As at the date of this announcement, the HTICI Board comprises three executive directors, namely Mr. Fok Chi Tak, Mr. Tang Yiu Chi James and Dr. Zhiliang Ou, J.P. (Australia); two non-executive directors, namely Mr. Xu Lin and Mr. Wei Bin; and four independent non-executive directors, namely Mr. Mak Yiu Tong, Mr. Li Chi Keung Eliot, Mr. Shek Lai Him Abraham and Mr. Chan Ming Sun Jonathan.*