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丽珠医药
LIVZON

麗珠醫藥集團股份有限公司

LIVZON PHARMACEUTICAL GROUP INC.*

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

(Stock code: 1513)

INSIDE INFORMATION

PROPOSED SPIN-OFF AND SEPARATE LISTING OF LIVZON DIAGNOSTICS

This announcement is published by 麗珠醫藥集團股份有限公司 Livzon Pharmaceutical Group Inc.* (the “**Company**”, together with its subsidiaries, the “**Group**”), pursuant to Rule 13.09(2) of the Rules (the “**Hong Kong Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) and the Inside Information Provisions (as defined in the provision of Hong Kong Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors (the “**Board**”) of the Company is pleased to announce that on its meeting held on 10 November 2023, it has considered and approved, among others, the resolutions on the proposed spin-off under the Hong Kong Listing Rules and separate listing (“**Proposed Spin-off and Separate Listing**”) of Zhuhai Livzon Diagnostics Inc.* (“**Livzon Diagnostics**”, together with its subsidiaries, the “**Livzon Diagnostics Group**”) by applying for listing first on the National Equities Exchange and Quotations (the “**NEEQ**”) without issuance of new shares and after a certain period of time, and subject to the then market conditions and its strategic development needs, transferring the listing of its A shares to the Beijing Stock Exchange in the People's Republic of China (the “**PRC**”).

Livzon Diagnostics was incorporated in the PRC on 26 January 1989. As at the date of this announcement, the Company holds approximately 39.43% of the shares of Livzon Diagnostics, which is a controlling subsidiary of the Company. Livzon Diagnostics is mainly engaged in research and development, production and sale of diagnostic reagents and equipment.

The key financial information of Livzon Diagnostics for the financial year ended 31 December 2022 and the six months ended 30 June 2023 is set out below:

Items	For the six months ended 30 June 2023 (Unaudited)	For the year ended 31 December 2022 (Audited)
	<i>RMB0'000</i>	<i>RMB0'000</i>
Total assets	109,912.40	121,017.01
Total liabilities	30,241.35	44,500.46
Net Assets	79,671.05	76,516.54
Operating revenue	30,116.89	74,272.07
Net profit	2,581.21	7,212.12

As an independently operated business platform of the Group, Livzon Diagnostics maintains a high degree of independence from the Company's other business segments in terms of business field and operation mode, and hence the Proposed Spin-off and Separate Listing is not expected to have a substantial impact on the continuing business operations of the Company's other business segments. As Livzon Diagnostics will still remain a controlling subsidiary of the Company and its results will be still be consolidated into the consolidated financial statements of the Group after its successful listing on the NEEQ, the Proposed Spin-off and Separate Listing will not affect the Company's control over Livzon Diagnostics and the Company's independent listing status, nor will it materially affect the Company's financial condition, operating results and continuing operations. After its successful listing on the NEEQ, Livzon Diagnostics will apply for a transfer of the listing of its A shares on the Beijing Stock Exchange at an opportune time in light of the capital market environment and its strategic development needs.

The Proposed Spin-off and Separate Listing will constitute a spin-off within the meaning of Practice Note 15 of the Hong Kong Listing Rules and will be subject to the approval of the Hong Kong Stock Exchange. An application for the Proposed Spin-off and Separate Listing will be made by the Company to the Hong Kong Stock Exchange in the week of 13 November 2023.

As (i) certain details of the Proposed Spin-off and Separate Listing have yet to be finalised as at the date of this announcement; and (ii) the Proposed Spin-off and Separate Listing is subject to the approval by the Company's shareholders at the general meeting of the Company and the directors and shareholders of Livzon Diagnostics; and that (iii) the Proposed Spin-off and Separate Listing, if materialised, will constitute a deemed disposal (as defined under the Hong Kong Listing Rules); the Company will make further announcement(s) in connection with the Proposed Spin-off and Separate Listing as and when appropriate or required in accordance with the requirements of the Hong Kong Listing Rules, the relevant regulatory authorities (including the China Securities Regulatory Commission (the "CSRC"), the NEEQ, the relevant stock exchange(s) in the PRC, and the Hong Kong Stock Exchange).

Shareholders and potential investors should note that the Proposed Spin-off and Separate Listing is subject to, among others, approvals from the shareholders of the Company, the directors and shareholders of Livzon Diagnostics, the relevant regulatory authorities (including the CSRC, the NEEQ, the relevant stock exchange(s) in the PRC, and the Hong Kong Stock Exchange); as well as the then market conditions. There is no assurance that the Proposed Spin-off and Separate Listing will proceed or as to when it may take place. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.

By order of the Board
麗珠醫藥集團股份有限公司
Livzon Pharmaceutical Group Inc. *
Yang Liang
Company Secretary

Zhuhai, China

10 November 2023

As at the date of this announcement, the Executive Directors of the Company are Mr. Tang Yanggang (President) and Mr. Xu Guoxiang (Vice Chairman and Vice President); the Non-Executive Directors of the Company are Mr. Zhu Baoguo (Chairman), Mr. Tao Desheng (Vice Chairman), Mr. Qiu Qingfeng and Mr. Yu Xiong; and the Independent Non-Executive Directors of the Company are Mr. Bai Hua, Mr. Tian Qiusheng, Mr. Wong Kam Wa, Mr. Luo Huiyuan and Ms. Cui Lijie.

** For identification purpose only*