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**CATHAY INTERNATIONAL PHARMA
MANUFACTURE
AND DISTRIBUTION (CHINA) LIMITED**
(Incorporated in the British Virgin Islands with limited liability)

LANSEN PHARMACEUTICAL HOLDINGS LIMITED
朗生醫藥控股有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock code: 503)

JOINT ANNOUNCEMENT

**(1) PROPOSED PRIVATISATION OF
LANSEN PHARMACEUTICAL HOLDINGS LIMITED
BY THE OFFEROR
BY WAY OF A SCHEME OF ARRANGEMENT
UNDER SECTION 86 OF THE COMPANIES ACT;**

**(2) PROPOSED WITHDRAWAL OF LISTING OF LANSEN
PHARMACEUTICAL HOLDINGS LIMITED;**

**(3) RESULTS OF THE GRAND COURT HEARING OF
THE PETITION FOR THE SANCTION OF THE SCHEME;**

(4) EXPECTED EFFECTIVE DATE OF THE SCHEME; AND

(5) EXPECTED WITHDRAWAL OF LISTING OF THE SHARES

Financial Adviser to the Offeror



YU MING INVESTMENT MANAGEMENT LIMITED
禹銘投資管理有限公司

Independent Financial Adviser to the Independent Board Committee

ALTUS CAPITAL LIMITED

INTRODUCTION

References are made to (i) the scheme document (the “**Scheme Document**”) jointly issued by the Offeror and the Company dated 28 October 2023 in respect of the proposed privatisation of the Company by way of a scheme of arrangement under section 86 of the Companies Act; and (ii) the announcement jointly issued by the Company and the Offeror dated 27 November 2023 in relation to the results of the Court Meeting and the General Meeting (the “**Court Meeting and EGM Results Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Scheme Document. Unless otherwise specified, all times and dates used herein refer to Hong Kong local time and dates.

RESULTS OF THE GRAND COURT HEARING OF THE PETITION FOR THE SANCTION OF THE SCHEME

The Scheme was sanctioned without modification by the Grand Court at the hearing held on 14 December 2023 (Cayman Islands time). A copy of the order of the Grand Court sanctioning the Scheme (the “**Sanction Order**”) is expected to be delivered to the Registrar of Companies in the Cayman Islands for registration on 15 December 2023 (Cayman Islands time). Subject to a copy of the Sanction Order being delivered to the Registrar of Companies in the Cayman Islands for registration and the fulfilment or waiver, as applicable, of the Conditions (d), (e), (f) and (g) as set out in the section headed “The Proposal – Conditions of the Proposal” in the Explanatory Memorandum of Part IV of the Scheme Document, the Scheme is expected to become effective on 15 December 2023 (Cayman Islands time). A further announcement will be made when the Scheme has become effective.

EXPECTED WITHDRAWAL OF LISTING

The Stock Exchange has approved the withdrawal of the listing of the Shares on the Main Board of the Stock Exchange with effect from 9:00 a.m. on Tuesday, 19 December 2023 (Hong Kong time), subject to the Scheme becoming effective.

GENERAL

For further information in respect of the timetable of the Scheme, please refer to the remaining expected events and the corresponding dates and times in the section headed “Expected Timetable” in the Court Meeting and EGM Results Announcement.

WARNING

Shareholders and/or potential investors should be aware that the implementation of the Proposal and the Scheme is subject to the Conditions being fulfilled or waived on or before the Long Stop Date, as applicable, and therefore the Proposal may or may not be implemented and the Scheme may or may not become effective. Shareholders and/or potential investors should therefore exercise caution when dealing in securities of the Company. Persons who are in doubt as to what action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By Order of the board of directors of
**Cathay International Pharma Manufacture And
Distribution (China) Limited**

Siu Ka Chi Eric
Director

By Order of the Board of
Lansen Pharmaceutical Holdings Limited

Chen Li
Executive Director

Hong Kong, 15 December 2023

As at the date of this joint announcement, the Board comprises Mr. Chen Li being the executive managing Director, Mr. Wu Zhen Tao and Ms. Liu Xuezi being the non-executive Directors, and Mr. Chan Kee Huen, Michael, Mr. Yeung Tak Bun, Allen, Ms. Chan Ching Har, Eliza and Dr. Zhu Xun being the independent non-executive Directors.

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 Offeror Concert Parties) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than opinions expressed by the directors of the Offeror and Mr. Wu Zhen Tao in their capacity as such) 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 of the Offeror are Mr. Siu Ka Chi Eric and Mr. Patrick Sung. The ultimate beneficial owner of the Offeror is First Lucky Star Trust, the settlor of which is Mr. Wu Zhen Tao, and the beneficiaries include Mr. Wu Zhen Tao and his family members.

The directors of the Offeror and Mr. Wu Zhen Tao jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Company) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than opinions expressed by the Directors in their capacity as such) 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.