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# 上海先鋒控股有限公司 Shanghai Pioneer Holding Ltd

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 01345)**

## **VOLUNTARY ANNOUNCEMENT ACQUISITION OF INTELLECTUAL PROPERTY RIGHTS OF Q3 MEDICAL**

Recently, Chongqing Pioneer Pharma Co., Ltd. (重慶先鋒醫藥有限公司, “**Chongqing Pioneer**”), a subsidiary of Shanghai Pioneer Holding Ltd (the “**Company**”), signed an intellectual property rights transfer agreement (the “**Agreement**”) with Q3 Medical Devices Limited (Q3醫療器械有限公司, “**Q3 Medical**”), pursuant to which Chongqing Pioneer has agreed to acquire and Q3 Medical has agreed to sell all rights and interests in Mainland China of all the intellectual property rights (patents and know-hows) owned by Q3 Medical as of the signing date, as well as newly developed by Q3 Medical within three years after the signing date (the “**Subject Assets**”) (the “**Acquisition**”).

### **Introduction to the Characteristics of the Subject Assets**

Q3 Medical is dedicated to the treatment of luminal diseases of the human body through micro-intervention, with products covering both vascular and non-vascular categories. Q3 Medical has the most advanced biodegradable technologies in the world. Its two degradable stents, Archimedes and Unity B, are the only marketed biliary and pancreatic biodegradable stents worldwide nowadays. As compared with non-degradable stents, Archimedes and Unity B can avoid secondary surgical removal, decrease complications rate, and reduce overall treatment cost. Currently, clinical applications are increasing rapidly in the European market, and demonstrating their outstanding clinical value.

### **Transfer Arrangement**

Q3 Medical will exclusively transfer to Chongqing Pioneer and its related companies the rights to research, develop, import, use, dispose of, sell, produce and continue to produce the transferred products related to the Subject Assets in Mainland China.

Chongqing Pioneer and its related companies plan to establish factories in Mainland China to research and develop, produce and sell the products under the above intellectual property rights, whereas Q3 Medical will provide necessary services and support for the technology transfer of factories in Mainland China.

## **Buyback Rights and Interests of Q3 Medical**

Q3 Medical has the right to exercise its buyback rights and interests during a certain period after the effective date of the Agreement. In such case, Q3 Medical shall refund all costs paid by Chongqing Pioneer and plus a certain proportion of premium. Chongqing Pioneer and its related companies shall retain the ownership of their exclusive distribution rights to all products of Q3 Medical in Mainland China.

The board of directors of the Company is of the view that the acquisition of all intellectual property rights of Q3 Medical in Mainland China, and the establishment of factories for the development and research, manufacture and sales of the above innovative medical products shall benefit the Company's future strategic transformation, which involves shifting from a single agency to a company engaging in dealing with and focused on the self-development and self-manufacturing of innovative medical products, enhance the competitiveness of the Company's products and promote the steady growth of our business. Furthermore, accelerating the registration and localization of our innovative products in China will facilitate early access for Chinese patients to the world's most advanced medical products. It will also demonstrate the social effect of the Acquisition.

The English names of Chinese entities included in this announcement are unofficial translations of their Chinese names and are included for identification purpose only.

By order of the Board  
**Shanghai Pioneer Holding Ltd**  
**LI Xinzhou**  
*Chairman*

Hong Kong, 27 December 2023

*As at the date of this announcement, the directors are Mr. LI Xinzhou, Mr. YANG Yuewen and Mr. ZHANG Quan as executive directors, Ms. HU Mingfei as a non-executive director and Mr. ZHANG Hong, Mr. LAI Chanshu and Mr. WONG Chi Hung, Stanley as independent non-executive directors.*