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**UNITED GENE HIGH-TECH GROUP LIMITED**

**聯合基因科技集團有限公司**

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

**(Stock Code: 399)**

**COMPLETION OF**

**(I) PLACING OF CONVERTIBLE BONDS UNDER SPECIFIC MANDATE**

**AND**

**(II) CONNECTED TRANSACTION INVOLVING SUBSCRIPTION OF  
CONVERTIBLE BONDS UNDER SPECIFIC MANDATE**

Reference is made to the circular of United Gene High-Tech Group Limited (the “**Company**”) dated 26 April 2013 (the “**Circular**”) in relation to, among other things, (i) the placing of Convertible Bonds A of up to an aggregate principal amount of HK\$74,000,000 under the Specific Mandate; and (ii) connected transaction involving subscription of Convertible Bonds B in an aggregate principal amount of HK\$59,000,000 under the Specific Mandate. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise stated.

**COMPLETION OF THE PLACING**

The Board announces that all the conditions precedent under the Placing Agreement have been fulfilled and Completion of the Placing took place on 11 June 2013. Convertible Bonds A of an aggregate principal amount of HK\$74,000,000 have been issued to not less than six Placees who are Independent Third Parties, pursuant to the Placing Agreement.

Based on the initial Conversion Price of HK\$0.40, a maximum number of 185,000,000 Conversion Shares will be allotted and issued upon exercise in full of the conversion rights attaching to Convertible Bonds A, which represent:

- (i) approximately 23.40% of the existing issued share capital of the Company as at the date of this announcement;
- (ii) approximately 18.96% of the issued share capital of the Company as enlarged by the issue of the Conversion Shares upon exercise in full of the conversion rights attaching to Convertible Bonds A; and
- (iii) approximately 16.47% of the issued share capital of the Company as enlarged by the issue of the Conversion Shares upon exercise in full of the conversion rights attaching to the Convertible Bonds.

The estimated net proceeds (after deducting the relevant expense of approximately HK\$1,800,000) from the Placing are approximately HK\$72,200,000. The Company intends to apply the said net proceeds for the financing of potential investments as and when appropriate, including but not limited to the Potential Business and the Possible Acquisition, details of which are discussed in the Circular.

## **COMPLETION OF THE SUBSCRIPTION**

The Board also announces that all the conditions precedent under the Subscription Agreement have been fulfilled and Completion of the Subscription took place on 11 June 2013. Convertible Bonds B of an aggregate principal amount of HK\$59,000,000 have been issued to the Subscribers, pursuant to the Subscription Agreement.

Based on the initial Conversion Price of HK\$0.40, a total of 147,500,000 Conversion Shares will be allotted and issued upon exercise in full of the conversion rights attaching to Convertible Bonds B, which represent:

- (i) approximately 18.65% of the existing issued share capital of the Company as at the date of this announcement;
- (ii) approximately 15.72% of the issued share capital of the Company as enlarged by the issue of the Conversion Shares upon exercise in full of the conversion rights attaching to Convertible Bonds B; and
- (iii) approximately 13.13% of the issued share capital of the Company as enlarged by the issue of the Conversion Shares upon exercise in full of the conversion rights attaching to the Convertible Bonds.

The estimated net proceeds (after deducting the relevant expense of approximately HK\$200,000) from the Subscription are approximately HK\$58,800,000. The Company intends to apply the said net proceeds for the financing of potential investments as and when appropriate, including but not limited to the Potential Business and the Possible Acquisition, and details of which are discussed in the Circular.

By order of the Board  
**United Gene High-Tech Group Limited**  
**Lee Nga Yan**  
*Executive Director*

Hong Kong, 11 June 2013

*As at the date of this announcement, the Board comprises Ms. Jiang Nian (chairman & non-executive Director), Ms. Lee Nga Yan (executive Director), Dr. Guo Yi (executive Director), Ms. Xiao Yan (non-executive Director), Ms. Wu Yanmin (non-executive Director), Ms. Chen Weijun (independent non-executive Director), Dr. Zhang Zhihong (independent non-executive Director) and Mr. Wang Rongliang (independent non-executive Director).*