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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 with limited liability)

(Stock Code: 399)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

(Terms used in this notice have the same meanings as defined in the Circular (as defined below).)

NOTICE IS HEREBY GIVEN that the extraordinary general meeting of United Gene High-Tech Group Limited (聯合基因科技集團有限公司) (the “**Company**”) will be held at Rooms No. 1405-1406, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong on Wednesday, 8 December 2010, at 4:00 p.m. for the purpose of considering and, if thought fit, passing the following resolution, with or without amendments, as ordinary resolution of the Company:

ORDINARY RESOLUTION

1. “**THAT** subject to and conditional upon (i) the Company despatching a circular (the “**Circular**”) of the Company dated 22 November 2010 of which this notice forms a part, a copy of which is marked “A” and signed by the chairman of this meeting for the purpose of identification) to the Shareholders containing, among other matters, (i) details of the Acquisition, the Continuing Supplies and the Distribution Arrangement together with proxy form and this notice; (ii) the passing by the Independent Shareholders at the EGM of ordinary resolutions to approve and ratify the Acquisition Agreement, the Exclusive Agreements and the transactions contemplated therein; (iii) The Securities and Futures Commission in Hong Kong or the Stock Exchange have no objections to the Group and/or the Purchaser in relation to the transactions arising from the Acquisition Agreement:
 - (a) the entering into the Acquisition Agreement and the Exclusive Agreements and the transactions contemplated thereunder by, among others, the Purchaser and Target A be and are hereby approved, confirmed and ratified and the performance of the transactions contemplated thereunder by, among others, the Purchaser and Target A be and are hereby approved; and

- (b) the Directors be and are hereby authorised to sign and execute such documents and do all such acts and things incidental to the Acquisition, the Continuing Supplies and the Distribution Arrangement or as they consider necessary, desirable or expedient in connection with the implementation of or giving effect to the Acquisition Agreement, the Exclusive Agreements and the transactions contemplated thereunder.”

By order of the Board
UNITED GENE HIGH-TECH GROUP LIMITED
Cheung Sui Ping Annie
Company Secretary

Hong Kong, 22 November 2010

<i>Registered office:</i>	<i>Principal place of business in Hong Kong:</i>
Cricket Square, Hutchins Drive	Rooms No. 1405-1406, Harbour Centre
P. O. Box 2681, Grand Cayman KY1-1111	No. 25 Harbour Road
Cayman Islands	Wanchai, Hong Kong

Notes:

- (1) A member entitled to attend and vote at the extraordinary general meeting convened by the above notice is entitled to appoint one or, if he is holder of more than one share, more than one proxy to attend and to vote in his stead. A proxy need not be a member of the Company.
- (2) In order to be valid, a form of proxy, together with any power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, as soon as practicable but in any event not later than 48 hours before the time for holding of the extraordinary general meeting or any adjournment thereof (as the case may be).
- (3) Completion and delivery of the form of proxy will not preclude members from attending and voting at the extraordinary general meeting or any adjournment thereof (as the case may be) should they so wish and in such event, the form of proxy will be deemed to be revoked.
- (4) Where there are joint holders of any shares, any one of such holders may vote at the extraordinary general meeting either personally or by proxy in respect of such shares as if he/she was solely entitled thereto provided that if more than one of such joint holders be present at the extraordinary general meeting whether personally or by proxy, the person whose name stands first on the register of members of the Company in respect of such shares shall be accepted to the exclusion of the votes of the other joint holders.
- (5) All resolutions proposed at the extraordinary general meeting will be voted by way of a poll by the Independent Shareholders.

As at the date of this announcement, the Board comprises three executive directors, namely Mr. Qin Yilong (the Chairman), Mr. Shen Xiaodong and Mr. Jiang Jian; and three independent non-executive directors, namely Dr. Zhang Huiming, Ms. Chen Weijun and Ms. Jiang Di.

Please also refer to the published version of this announcement on the Company's website: www.unitedgenegroup.com and www.irasia.com/listco/hk/unitedgene.