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## MASON GROUP HOLDINGS LIMITED

茂宸集團控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 273)

### CONNECTED TRANSACTION

### SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO

### THE JOINT VENTURE FOR THE INVESTMENT IN GENEVA LIMITED

Reference is made to the announcement of Mason Group Holdings Limited dated 16 October 2018 (the “**Announcement**”) in relation to the joint venture for the investment in the Target. Capitalised terms used herein have the same meanings as those defined in the Announcement.

The Company would like to provide Shareholders and potential investors with additional information of the Target.

The audited consolidated financial information of the Target for the two years ended 30 June 2017 and 30 June 2018 is set out below:

	For the year ended 30 June 2017 (audited) A\$'000	For the year ended 30 June 2018 (audited) A\$'000
Revenue	92,243	88,714
Gross profit	63,382	64,429
Earnings before interest, tax, depreciation and amortization (“ <b>EBITDA</b> ”) <sup>Note</sup>	12,323	7,324
Net profit/(loss) after tax	4,659	(3,096)
<i>Note:</i>		
Segment EBITDA		
— Genea Fertility	17,873	17,930
— Genea Biomedx	(4,660)	(5,646)
— Genea Biocells	(1,429)	(2,150)
Strategic review fees	—	(2,363)
Demerger fee	—	(447)
Other corporate income	539	—

The audited net asset value of the Target as at 30 June 2018 was approximately A\$60,722,000.

It is a condition precedent that the Target will demerge its stem cell research business (the “**Genea Biocells**”) to its shareholders prior to the completion of the acquisition of the Target Shares. Immediately after the completion of the acquisition of the Target Shares, the Target will be principally engaged in the businesses described in the Announcement.

Based on the independent expert’s report prepared by a valuation firm engaged by the Target to the Target’s shareholders, the 100% equity value of the Target (excluding Genea Biocells) is in the range of A\$244,100,000 to A\$274,500,000.

By order of the Board  
**Mason Group Holdings Limited**  
**KO Po Ming**  
*Chairman and Chief Executive Officer*

Hong Kong, 22 October 2018

*As at the date of this announcement, the Board comprises:*

*Executive Directors:*

Mr. Ko Po Ming (*Chairman and Chief Executive Officer*)

Mr. Chang Tat Joel

Ms. Lui Choi Yiu, Angela

Ms. Fu Yau Ching, Shirley

*Non-executive Director:*

Ms. Hui Mei Mei, Carol

*Independent Non-executive Directors:*

Mr. Tian Ren Can

Ms. Kan Lai Kuen, Alice

Mr. Chen Wai Chung, Edmund