

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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)**

**POLL RESULT OF  
THE SPECIAL GENERAL MEETING  
HELD ON 18 OCTOBER 2013**

**POLL RESULT OF THE SPECIAL GENERAL MEETING (the “SGM”)**

The Board is pleased to announce that at the SGM held on 18 October 2013, the resolution as set out in the Notice was duly passed by the Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) of United Gene High-Tech Group Limited (the “**Company**”) and the notice (the “**Notice**”) of the SGM dated 27 September 2013 in relation to very substantial acquisition and connected transaction, in respect of (i) proposed acquisition of 18.83% issued share capital of Extrawell Pharmaceutical Holdings Limited (stock code: 858) involving proposed issuance of convertible bonds under specific mandate; (ii) proposed acquisition of an aggregate of HK\$320,650,000 convertible bonds issued by Extrawell Pharmaceutical Holdings Limited (stock code: 858) involving proposed issuance of convertible bonds under specific mandate; and (iii) proposed acquisition of an aggregate up to HK\$256,520,000 convertible bonds issued by Extrawell Pharmaceutical Holdings Limited (stock code: 858) involving proposed issuance of convertible bonds under specific mandate. Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular.

## POLL RESULT OF THE SGM

The Board is pleased to announce that at the SGM held on 18 October 2013, the ordinary resolution as set out in the Notice (“**Ordinary Resolution**”) was duly passed by the Shareholders by way of poll pursuant to Rule 13.39(4) of the Listing Rules.

Tricor Tengis Limited, the Company’s branch share registrar, acted as the scrutineer for the purpose of vote-taking at the SGM. The poll result of the resolution at the SGM is as follows:

ORDINARY RESOLUTION <sup>(Note)</sup>		For		Against	
		Number of Shares	%	Number of Shares	%
1.	To approve, among others, (i) the S&P Agreement (as amended and supplemented by a supplemental agreement dated 7 May 2013 and a second supplemental agreement dated 30 August 2013) and the transactions contemplated thereunder; (ii) the creation and issue by the Company of the Convertible Bonds to the Vendors; (iii) the issue and allotment of up to 1,860,000,000 Conversion Shares at the initial conversion price of HK\$0.40 each; (iv) the exercise of the conversion rights attaching to the Sale CBs; and (v) the Directors are duly authorized to do all such further acts and things and to sign and execute all such other or further documents or agreements, with full details as indicated in the Notice.	244,146,603	100.00	0	0.00
As more than 50% of the votes were cast in favour of the proposed Ordinary Resolution above, the Ordinary Resolution was duly passed by Shareholders by way of poll.					

*Note: Terms used herein and full text of each resolution are set out in the Notice.*

As at the date of the SGM, a total of 1,080,693,024 Shares were in issue, of which 389,071,350 Shares, representing approximately 36.00% of the total issued share capital of the Company, were beneficially held by the Vendors and their respective associates. As stated in the Circular, the Vendors and their respective associates were required to abstain from voting on the Ordinary Resolution at the SGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend the SGM and vote for or against the Ordinary Resolution were 691,621,674 as at the date of the SGM, representing approximately 64.00% of the total issued share capital of the Company.

Same as disclosed above, there were no Shares entitling the Shareholders to attend and vote only against the Ordinary Resolution at the SGM and no other Shareholders were required to abstain from voting at the SGM.

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

Hong Kong, 18 October 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).*

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