

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 RESULTS OF
THE SPECIAL GENERAL MEETING
HELD ON 16 JULY 2014**

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

The Board is pleased to announce that the resolutions as set out in the notice (the “**Notice**”) were duly passed by the Shareholders by way of poll at the SGM held on 16 July 2014.

Reference is made to the circular (the “**Circular**”) of United Gene High-Tech Group Limited (the “**Company**”) and the Notice of the SGM dated 26 June 2014 in relation to, among others, the major transaction involving the (i) proposed acquisition of 51% of the issued share capital of Smart Ascent Limited involving a proposed issuance of Convertible Bonds under specific mandate and (ii) Continuing Connected Transaction. Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that at the SGM held on 16 July 2014, the ordinary resolutions as set out in the Notice (“**Ordinary Resolutions**”) were 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 the counting of votes at the SGM. The poll results of the resolutions at the SGM are as follows:

| ORDINARY RESOLUTIONS ^(Note) | | For | | Against | |
|---|---|------------------|--------|------------------|------|
| | | Number of Shares | % | Number of Shares | % |
| 1. | To approve, among others, the Acquisition Agreement and the transactions contemplated thereunder as set out in resolution no.1 of the Notice. | 486,130,590 | 100.00 | 0 | 0.00 |
| 2. | To approve, among others, the creation and issue by United Gene of the Convertible Bonds to the Vendor set out in resolution no.2 of the Notice. | 486,130,590 | 100.00 | 0 | 0.00 |
| 3. | To approve, among others, the issue and allotment of up to 286,000,000 Conversion Shares at the conversion price of HK\$2.50 each and the exercise of the conversion rights attaching to the Convertible Bonds under the Specific Mandate as set in no.3 of the Notice. | 486,130,590 | 100.00 | 0 | 0.00 |
| 4. | To approve, among others, the Continuing Connected Transaction whereby the Purchaser (as defined in the Circular) undertakes to be responsible for the payment of Capital Commitment of the Target Company (as defined in the Circular) for the period of 3 years from Completion Date of the Acquisition Agreement not exceeding the Annual Caps by way of unsecured interest-free shareholder loans as set out in no.4 of the Notice. | 486,130,590 | 100.00 | 0 | 0.00 |
| 5. | The Directors are duly authorised to do all such further acts and things including but not limited to sign and execute all such other or further documents or agreements, with full details as set out in no.5 of the Notice. | 486,130,590 | 100.00 | 0 | 0.00 |
| As more than 50% of the votes were cast in favour of the proposed Ordinary Resolutions above, the Ordinary Resolutions were 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 1,287,193,024 Shares were in issue, of which 364,011,350 Shares, representing approximately 28.28 % of the total issued share capital of the Company, were beneficially held by the directors of the Vendor and their respective associates. As stated in the Circular, the directors of the Vendor and their respective associates were required to abstain from voting on the Ordinary Resolutions at the SGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend the SGM and vote for or against the Ordinary Resolutions were 923,181,674 as at the date of the SGM, representing approximately 71.72 % of the total issued share capital of the Company.

Save as disclosed above, there were no Shares entitling the Shareholders to attend and vote only against the Ordinary Resolutions 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, 16 July 2014

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 and www.irasia.com/listco/hk/unitedgene.