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SINO BIOPHARMACEUTICAL LIMITED

中國生物製藥有限公司

(Incorporated in the Cayman Islands with limited liability)

Website: www.sinobiopharm.com

(Stock code: 1177)

TRANSFER OF SHARES IN THE COMPANY

This announcement is made pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Sino Biopharmaceutical Limited (the “**Company**”) has been informed that on 22 October 2019, Mr. Tse Ping and Ms. Cheng Cheung Ling, who are both executive directors and substantial shareholders of the Company, have transferred their beneficial interests in 450,000,000 shares and 2,250,000,000 shares of the Company, respectively, to their son Mr. Tse, Eric S Y as a gift at nil consideration. Details are as follows:

1. On 22 October 2019, Validated Profits Limited, a company wholly-owned and controlled by Mr. Tse Ping, has transferred its holding in 450,000,000 shares of the Company, representing approximately 3.57% of total issued share capital of the Company, to Thousand Eagles Limited, a company wholly-owned and controlled by Mr. Tse, Eric S Y, as a gift at nil consideration.
2. On 22 October 2019, Chia Tai Bainian Holdings Limited, a company wholly-owned and controlled by Ms. Cheng Cheung Ling, has transferred its holding in 1,125,000,000 shares of the Company, representing approximately 8.94% of total issued share capital of the Company, to Thousand Eagles Limited as a gift at nil consideration. In addition, on 22 October 2019, Ms. Cheng Cheung Ling has transferred her entire interests in Remarkable Industries Limited, a company wholly-owned and controlled by her, to Mr. Tse, Eric S Y as a gift at nil consideration. Remarkable Industries Limited currently holds 1,125,000,000 shares of the Company, representing approximately 8.94% of total issued share capital of the Company.

(The transfer of shares mentioned in (1) and (2) above is collectively referred to as “**Share Transfers**”)

The following table sets forth the shareholding structure of the Company immediately before and after the Share Transfers:

Name of Substantial Shareholders	Immediately before the Share Transfers		Immediately after the Share Transfers	
	Number of shares of the Company held	Approximate percentage of the total number of issued shares	Number of shares of the Company held	Approximate percentage of the total number of issued shares
Mr. Tse Ping:				
– Held directly	210,600,000		210,600,000	
– Held through Validated Profits Limited (Note 1)	1,623,190,083		1,173,190,083	
Total	1,833,790,083	14.57%	1,383,790,083	11.00%
Ms. Cheng Cheung Ling:				
– Held directly	132,056,500		132,056,500	
– Held through Chia Tai Bainian Holdings Limited (Note 2)	1,575,000,000		450,000,000	
– Held through Remarkable Industries Limited (Note 2)	1,125,000,000		–	
Total	2,832,056,500	22.50%	582,056,500	4.62%
Mr. Tse, Eric S Y:				
– Held through Thousand Eagles Limited (Note 3)	–		1,575,000,000	
– Held through Remarkable Industries Limited (Note 3)	–		1,125,000,000	
Total	–		2,700,000,000	21.45%
Grand Total	<u>4,665,846,583</u>	<u>37.07%</u>	<u>4,665,846,583</u>	<u>37.07%</u>

Notes:

- (1) The entire issued share capital of Validated Profits Limited is owned by Mr. Tse Ping.
- (2) The entire issued share capital of Chia Tai Bainian Holdings Limited is owned by Ms. Cheng Cheung Ling. The entire issued share capital of Remarkable Industries Limited is owned by Ms. Cheng Cheung Ling immediately before the Share Transfers, and owned by Mr. Tse, Eric S Y immediately after the Share Transfers.
- (3) The entire issued share capital of Thousand Eagles Limited is owned by Mr. Tse, Eric S Y. The entire issued share capital of Remarkable Industries Limited is owned by Mr. Tse, Eric S Y immediately after the Share Transfers.

Mr. Tse, Eric S Y indicated that in response to nomination for Billionaire List or wealth ranking organized by media or other organizations, he will endeavour not to participate in such rankings in his own name, and would recommend participating in such nominations in the name of the Tse Ping family (members of which include Mr. Tse Ping, Ms. Cheng Cheung Ling, Miss Tse, Theresa Y Y and Mr. Tse, Eric S Y).

The Company has also been informed that, the purpose of the Share Transfers carried out by the substantial shareholders is to refine the management and inheritance of family wealth; Mr. Tse, Eric S Y will hold the relevant shares in long-term; Mr. Tse Ping will remain as a director and the president of the Company; Members of the Tse Ping family will continue to unite in one heart and one mind and devote the best of their abilities to enhance the core competitiveness and sustainable development of the Company. With these in mind, the board of directors of the Company believes the Share Transfers will not have any material impact on the business operations of the Company.

By order of the Board
Sino Biopharmaceutical Limited
Tse, Theresa Y Y
Chairlady

Hong Kong, 22 October 2019

As at the date of this announcement, the board of directors of the Company comprises seven Executive Directors, namely Miss Tse, Theresa Y Y, Mr. Tse Ping, Ms. Cheng Cheung Ling, Mr. Tse Hsin, Mr. Wang Shanchun, Mr. Tian Zhoushan and Ms. Li Mingqin and four Independent Non-Executive Directors, namely Mr. Lu Zhengfei, Mr. Li Dakui, Ms. Lu Hong and Mr. Zhang Lu Fu.