聯康集團
Uni-Bio Science

UNI-BIO SCIENCE GROUP LIMITED

聯康生物科技集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 0690)

RE-DESIGNATION OF DIRECTOR, APPOINTMENT OF CHIEF EXECUTIVE OFFICER, CHANGE OF DIRECTORS AND BOARD COMMITTEE MEMBERS

The Board announces that with effect from 8 April 2019:

(1) Mr. Zhao Zhi Gang has been re-designated from an independent non-executive Director to an executive Director, appointed as the chief executive officer of the Company and ceased to be a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee;

(2) Mr. Ma Qingshan has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee;

(3) Ms. Lau Chau In has resigned as a non-executive Director; and

(4) Mr. Yau Kwok Wing Tony has been appointed as a non-executive Director.

* *For identification purposes only*

RE-DESIGNATION OF DIRECTOR AND APPOINTMENT OF CHIEF EXECUTIVE OFFICER

The board ("**Board**") of directors ("**Directors**" and each a "**Director**") of Uni-Bio Science Group Limited ("**Company**", together with its subsidiaries, the "**Group**") announces that with effect from 8 April 2019, Mr. Zhao Zhigang ("**Mr. Zhao**") has been re-designated from an independent non-executive Director to an executive Director, appointed as the chief executive officer of the Company and ceased to be a member of each of the audit committee ("**Audit Committee**"), the nomination committee ("**Nomination Committee**") and remuneration committee ("**Remuneration Committee**") of the Company.

Mr. Zhao, aged 59, was appointed as an independent non-executive Director on 1 April 2014. Mr. Zhao obtained a Bachelor's Degree in Economics from the Peking University, People's Republic of China ("**PRC**") in 1983 and a Master's Degree in Professional Accounting from the University of Hartford, Connecticut, United States of America ("**U.S.**") in 1992. Mr. Zhao is a U.S. certified public accountant and a fellow of the American Institute of Certified Public Accounts.

Mr. Zhao has over 20 years of experience in corporate finance and audit practice with various publicly listed companies and Pricewaterhouse Coopers in the U.S. and in PRC. Mr. Zhao is currently the chief financial officer of JMU Limited, whose shares are listed on the NASDAQ Stock Market ("**NASDAQ**"). From October 2012 to June 2014, Mr. Zhao was the CFO of Borqs Beijing Limited. From October 2011 to September 2012, he was the chief financial officer of KingMed Center for Clinical Laboratory. From August 2006 to September 2011, Mr. Zhao was the chief financial officer of Simcere Pharmaceutical Group (whose shares was listed on the New York Stock Exchange). Prior to that, from May 2005 to August 2006, Mr. Zhao was the chief financial officer of Sun New Media Group Limited, whose holding company is a NASDAQ-listed company. Mr. Zhao also held senior financial positions with several publicly listed companies in the U.S. and was an investment consultant with Beijing International Trust and Investment Company.

As at the date of this announcement, Mr. Zhao does not have any relationship with any Director, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to it in the Listing Rules) of the Company. Save as disclosed above, Mr. Zhao (i) does not hold any other major appointment and qualifications or any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (ii) does not hold any other positions with the Company or other members of the Group.

As at the date of this announcement, Mr. Zhao was interested in 6,140,000 underlying shares of the Company through his interest in the share options held by him within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("**SFO**").

Pursuant to the service agreement entered into between Mr. Zhao and the Company, Mr. Zhao has been appointed as an executive Director for a term of three years commencing from 8 April 2019. Mr. Zhao would be subject to rotation and re-election at general meeting of the Company in accordance with the articles of association of the Company and is entitled to an annual director's fee of RMB600,000, which was determined with reference to his experience, duties, responsibilities, the Company's remuneration policy and the prevailing market conditions.

Mr. Zhao has confirmed that he is not aware of any matter relating to his re-designation and appointment which needs to be brought to the attention of the shareholders of the Company.

Save as disclosed above, the Board is not aware of any other matters in relation to the re-designation of Mr. Zhao that need to be brought to the attention of the shareholders of the Company, or any other information required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules ("**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that with effect from 8 April 2019, Mr. Ma Qingshan ("**Mr. Ma**") has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and Remuneration Committee.

Mr. Ma, aged 39, obtained a double Bachelor's Degree in Finance and E-commerce from the Peking University, PRC in July 2002. Mr. Ma is qualified as a Certified Financial Analyst (CFA).

Mr. Ma has over 16 years of extensive experience in management and consultation. He once served as consulting director of KPMG Advisory (China) Limited and Accenture (China) Co., Ltd. and a partner of Beijing Yucheng Hengsheng Management Consultating Co., Ltd. (北京譽誠恆盛管理諮詢有限公司). He has also provided management consulting services for fifteen Fortune 500 companies and a number of listed companies and fast-growing enterprises. He has extensive experience in company strategic planning, business modelling and control modelling, digitalization and internet transformation, post-merger integration, enterprise performance management, enterprise investment management, business process optimization and global business development. Mr. Ma is an independent non-executive director of China Hanking Holdings Limited since March 2016, the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (stock code 3788).

As at the date of this announcement, Mr. Ma does not have any relationship with any director, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to it in the Listing Rules) of the Company. Save as disclosed above, Mr. Zhao (i) does not hold any other major appointment and qualifications or any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (ii) does not hold any other positions with the Company or other members of the Group.

As at the date of this announcement, Mr. Ma does not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

Pursuant to the letter of appointment entered into between Mr. Ma and the Company, Mr. Ma has been appointed as an independent non-executive Director for a term of three years commencing from 8 April 2019. Mr. Ma would be subject to retirement by rotation and re-election at the annual general meeting in accordance with the articles of association of the Company and is entitled to an annual director's fee of HK$120,000, which was determined with reference to his experience, duties, responsibilities, the Company's remuneration policy and the prevailing market conditions.

Mr. Ma has confirmed that he meets the independence criteria set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, the Board is not aware of any other matters in relation to the appointment of Mr. Ma that need to be brought to the attention of the shareholders of the Company, or any other information required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

RESIGNATION OF NON-EXECUTIVE DIRECTOR AND APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board announces that with effect from 8 April 2019:

(1) Ms. Lau Chau In ("**Ms. Lau**") has resigned as a non-executive Director due to her other career commitments which require more of her time; and

(2) Mr. Yau Kwok Wing Tony ("**Mr. Yau**") has been appointed as a non-executive Director.

Ms. Lau has confirmed that she has no disagreement with the Company and the Board, and that there are no other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

The biographical details of Mr. Yau is set out below:

Mr. Yau, aged 44, obtained a Bachelor of Arts in Accountancy from the Hong Kong Polytechnic University with first class honors in November 1996. Mr. Yau is a certified public accountant (CPA) of the Hong Kong Institute of Certified public Accountants.

Mr. Yau has over 20 years of experience in management, capital market and investment banking. Mr. Yau is currently the chief executive officer of Futec International Holdings Limited and HeungKong Financial Group Limited, each an affiliate of Vital Vigour Limited, a substantial shareholder of the Company holding approximately 17.67% of the issued shares of the Company as at the date of this announcement. Futec International Holdings Limited and HeungKong Financial Group Limited are members of HeungKong Group, a conglomerate with foothold in the Greater China region with business segments ranging from financial, real estate, healthcare, trade logistics, education, etc.. Prior to that, Mr. Yau was a managing director of Global Investment Banking of Deutsche Bank, a company principally engaged in investment banking, from May 2006 to January 2017. From August 2000 to May 2006, Mr. Yau was the vice president of the investment banking department of BNP Paribas Capital (Asia Pacific) Limited.

Save as disclosed above, as at the date of this announcement, Mr. Yau does not have any relationship with any director, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to it in the Listing Rules) of the Company. Save as disclosed above, Mr. Yau (i) does not hold any other major appointment and qualifications or any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (ii) does not hold any other positions with the Company or other members of the Group.

As at the date of this announcement, Mr. Yau does not have any interest in the shares or underlying shares within the meaning of Part XV of the SFO.

Pursuant to the letter of appointment entered into between Mr. Yau and the Company, Mr. Yau has been appointed as a non-executive Director for a term of three years commencing from 8 April 2019. Mr. Yau would be subject to retirement by rotation and re-election at the annual general meeting in accordance with the articles of association of the Company and is entitled to an annual director's fee of HK$120,000, which was determined with reference to his experience, duties, responsibilities, the Company's remuneration policy and the prevailing market conditions.

Save as disclosed above, the Board is not aware of any other matters in relation to the appointment of Mr. Yau that need to be brought to the attention of the shareholders of the Company, or any other information required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its warmest gratitude to Ms. Lau for her contribution during the tenure of service at the Company and would like to welcome Mr. Ma and Mr. Yau to join the Board.

On behalf of the Board
Uni-Bio Science Group Limited
Kingsley Leung
Chairman

Hong Kong, 8 April 2019

As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Kingsley Leung (Chairman), Mr. Chen Dawei (Vice-chairman) and Mr. Zhao Zhi Gang; one non-executive Director, Mr. Yau Kwok Wing Tony; and three independent non-executive Directors, namely, Mr. Chow Kai Ming, Mr. Ren Qimin and Mr. Ma Qingshan.