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PW MEDTECH GROUP LIMITED

普华和顺集团公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1358)

VOLUNTARY ANNOUNCEMENT FIRST AMENDMENT TO THE CONSORTIUM AGREEMENT

Reference is made to the announcement of PW Medtech Group Limited (the “**Company**”) dated September 19, 2019 and the circular of the Company dated October 18, 2019 (the “**Circular**”) in relation to the Disposal of CBPO Shares, entering into the Consortium Agreement and submission of the preliminary non-binding Privatization Proposal. Capitalized terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

On January 23, 2020, the Initial Consortium Members and two affiliates of Centurium (namely, Double Double Holdings Limited and Point Forward Holdings Limited) entered into an amendment No. 1 to the Consortium Agreement (the “**First Amendment**”) to reflect, among other things, certain changes in the Rollover Securities held by the members of the Consortium and their respective affiliates as a result of certain share transfer transactions among certain CBPO shareholders other than the Company (the “**Transactions**”).

As a result of the Transactions, as at the date of the First Amendment, the Initial Consortium Members and their affiliates beneficially owned 26,374,631 CBPO Shares, representing approximately 68.60% of the equity interests in CBPO (calculated based on 38,446,969 CBPO Shares issued and outstanding as at September 30, 2019), in aggregate.

Pursuant to the First Amendment, it is contemplated that upon completion of the Privatization Proposal, assuming that all the Transactions and the Disposal have been consummated, based on the shareholding in CBPO by the respective Initial Consortium Members and their affiliates as at the date of this announcement and without taking into account any cash contribution that may be contributed by them and any impact to the proportion of all parties’ Equity Contribution that may be brought forward by any admission of new member to the Consortium from time to time, the Company will receive approximately 20.17% of the equity interest of the Acquisition Holdco.

Save for those as amended by the First Amendment, all other terms of the Consortium Agreement remain in full force and effect.

In connection with the entry into the First Amendment, the board of directors of CBPO granted the Company and other relevant parties waivers, which provided that, among other things, the Company and other relevant parties are permitted to enter into the First Amendment.

WARNING

The completion of the Share Purchase Agreement and the Disposal is subject to the satisfaction and/or waiver of the conditions precedent therein, and the Privatization Proposal and the Acquisition are subject to the entering into of definitive agreements with CBPO. In addition, the Consortium Agreement may be terminated in certain circumstances. As the transactions envisaged under the Share Purchase Agreement, the Consortium Agreement and the Proposal Letter may or may not materialize, Shareholders and investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
PW Medtech Group Limited
Yue'e Zhang
Chairman & Chief Executive Officer

Hong Kong, January 23, 2020

As at the date of this announcement, the Board comprises one executive Director, namely, Ms. Yue'e Zhang; two non-executive Directors, namely, Mr. Jiang Liwei and Mr. Lin Junshan; and three independent non-executive Directors, namely, Mr. Zhang Xingdong, Mr. Wang Xiaogang and Mr. Chen Geng.