

**PRE-CONDITIONAL VOLUNTARY GENERAL OFFER**

by

**SAC CAPITAL PRIVATE LIMITED**

(Company Registration No.: 200401542N)  
(Incorporated in the Republic of Singapore)

for and on behalf of

**YIFAN INTERNATIONAL PHARMACEUTICAL CO., LIMITED**

(Company Registration No.: 2141494)  
(Incorporated in the Hong Kong Special Administrative Region  
of the People's Republic of China)

to acquire all the issued and paid-up ordinary shares in the capital of

**SCIGEN LTD**

(Company Registration No.: 199805796R)  
(Incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by Yifan International  
Pharmaceutical Co., Limited

**UPDATE ANNOUNCEMENT  
RELATING TO THE PRE-CONDITIONAL OFFER ANNOUNCEMENT**

**1. INTRODUCTION**

**1.1 Pre-Conditional Voluntary General Offer**

SAC Capital Private Limited (“**SAC Capital**”) refers to the announcement dated 15 May 2018 (the “**Pre-Conditional Offer Announcement**”) pursuant to which it was announced for and on behalf of Yifan International Pharmaceutical Co., Limited (the “**Offeror**”) that, subject to the satisfaction or waiver of the Pre-Conditions (as defined in paragraph 2.1 of the Pre-Conditional Offer Announcement), the Offeror intends to make a voluntary conditional general offer (the “**Offer**”) for all the issued and paid-up ordinary shares in the capital of SciGen Ltd (the “**Company**”) (excluding treasury shares) (the “**Shares**”) <sup>1</sup>, other than those Shares already owned, controlled, or agreed to be acquired by the Offeror, but including Shares owned, controlled, or agreed to be acquired by parties acting or deemed to be acting in concert with the Offeror, in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers.

A copy of the Pre-Conditional Offer Announcement is available on the website of the Australian Securities Exchange (“**ASX**”) (<https://www.asx.com.au>).

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<sup>1</sup> Shares include securities which may be transmuted into Shares, such as CHESS Depository Interests which are held on behalf of shareholders of the Company by CHESS Depository Nominees Pty Limited.

Unless otherwise defined in this announcement (this “**Announcement**”), all capitalised terms in this Announcement shall have the same meanings ascribed to them in the Pre-Conditional Offer Announcement.

## **2. UPDATE ON PRE-CONDITIONS TO THE MAKING OF THE OFFER**

**2.1** As stated in the Pre-Conditional Offer Announcement, the making of the Offer is subject to the satisfaction or waiver by the Offeror (as the case may be) of the Pre-Conditions on or before 5.00 p.m. (Singapore time) on the date falling six months from the date of the Pre-Conditional Offer Announcement, being 15 November 2018 (or such other later date as the Offeror may determine in consultation with the Securities Industry Council of Singapore).

**2.2** As at the date of this Announcement, the Pre-Condition set out in paragraph 2.1.2 of the Pre-Conditional Offer Announcement has been satisfied.

On 11 June 2018, Bioton Spolka Akcyjna (“**Bioton**”) released, on the Warsaw Stock Exchange (“**WSE**”) and its website, an announcement stating, amongst others, that the shareholders of Bioton have approved the disposal of its Shares pursuant to the Offer and all matters in connection therewith at a general meeting of the shareholders of Bioton (the “**Bioton EGM Announcement**”).

A copy of the Bioton EGM Announcement is available on the websites of WSE ([www.gpw.pl/company-factsheet?isin=PLBIOTN00029](http://www.gpw.pl/company-factsheet?isin=PLBIOTN00029)), Bioton ([www.bioton.pl](http://www.bioton.pl)) and the ASX (<https://www.asx.com.au>).

## **3. OFFER ANNOUNCEMENT**

This Announcement should not be construed as an announcement of a firm intention by the Offeror to make the Offer. The making of the Offer remains subject to the satisfaction or waiver by the Offeror (as the case may be) of the Pre-Conditions set out in paragraphs 2.1.1 and 2.1.3 of the Pre-Conditional Offer Announcement, which remains outstanding as at the date of this Announcement.

If and when all the the Pre-Conditions (including the Pre-Conditions set out in paragraphs 2.1.1 and 2.1.3 of the Pre-Conditional Offer Announcement) have been satisfied or waived by the Offeror (as the case may be), SAC Capital, for and on behalf of the Offeror, will announce the firm intention on the part of the Offeror to make the Offer.

## **4. CAUTIONARY STATEMENT**

Shareholders and potential investors should note that there is no certainty that the remaining Pre-Conditions will be satisfied and that the Offer will be made. Shareholders and potential investors should exercise caution when trading in the Shares, and where in doubt as to the action they should take, they should consult their stockbroker, bank manager, accountant, solicitor, tax adviser or other professional advisers.

## 5. RESPONSIBILITY STATEMENT

The sole director of the Offeror has taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that there are no other material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading, and that he accepts responsibility accordingly.

Where any information in this Announcement has been extracted or reproduced from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the sole director of the Offeror has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources and/or, as the case may be, reflected or reproduced in this Announcement in its proper form and context.

Issued by  
**SAC CAPITAL PRIVATE LIMITED**

For and on behalf of  
**YIFAN INTERNATIONAL PHARMACEUTICAL CO., LIMITED**

12 June 2018

### *Forward-Looking Statements*

*All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as “seek”, “expect”, “anticipate”, “estimate”, “believe”, “intend”, “project”, “plan”, “strategy”, “forecast”, “targets” and similar expressions or future or conditional verbs such as “will”, “would”, “shall”, “should”, “could”, “may” and “might”. These statements reflect the Offeror's current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results or outcomes may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and none of the Offeror or SAC Capital undertakes any obligation to update publicly or revise any forward-looking statements, subject to compliance with all applicable laws and regulations and/or any other regulatory or supervisory body or agency.*

*Any inquiries relating to this Announcement or the Offer should be directed during office hours to:*

Mr. Bernard Lim / Ms. Chow You Yah / Mr. Tan Kian Tiong  
Director / Partner / Manager

### **SAC Capital Private Limited**

1 Robinson Road  
#21-02 AIA Tower  
Singapore 048542

Tel: +65 6221 5590

Fax: +65 6221 5597