



ASX Announcement and Media Release

13 June 2018

SciGen Ltd

**PRE-CONDITIONAL OFFER BY SAC CAPITAL PRIVATE LIMITED
FOR AND ON BEHALF OF YIFAN INTERNATIONAL PHARMACEUTICAL CO.,
LIMITED**

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

1. Introduction

The board of directors (the “**Board**” or the “**Directors**”) of SciGen Ltd (the “**Company**”) refers to:

- (i) the announcement dated 15 May 2018 (the “**Pre-Conditional Offer Announcement**”) issued by SAC Capital Private Limited, for and on behalf of Yifan International Pharmaceutical Co., Limited (the “**Offeror**”), relating to the pre-conditional voluntary general offer (the “**Offer**”) for all the issued and paid-up ordinary shares in the capital of the Company (excluding treasury shares) (the “**Shares**”); and
- (ii) the announcement dated 15 May 2018 issued by the Company informing the shareholders of the Company (“**Shareholders**”) of the Offer.

2. Update on Pre-Conditions to the making of the Offer

As stated in the Pre-Conditional Offer Announcement, the making of the Offer will subject to the satisfaction or waiver by the Offeror (as the case may be) of the Pre-Conditions (as defined in the Pre-Conditional Offer Announcement), as set out in paragraphs 2.1.1, 2.1.2 and 2.1.3 of the Pre-Conditional Offer Announcement.

The Board wishes to announce that it has been informed by its holding company, Bioton Spółka Akcyjna, that all authorisations, clearances, approvals, consents, waivers and exemptions (as the case may be) from ING Bank Śląski Spółka Akcyjna with its registered office in Katowice, Bank Ochrony Środowiska S.A. with its registered office in Warsaw, Bank of China (Luxembourg) S.A. Spółka Akcyjna Oddział w Polsce (Warsaw), HSBC Bank Polska S.A. with its registered office in Warsaw, necessary or appropriate for or in connection with the Bioton Disposal (as defined in the Pre-Conditional Offer Announcement) have been obtained.

Accordingly, the Pre-Condition set out in paragraph 2.1.3 of the Pre-Conditional Offer Announcement has been satisfied.

A copy of the report published on the Warsaw Stock Exchange relating to the approvals obtained ("**Bioton Report**") is attached as an appendix to this announcement.

3. Responsibility Statement

The Directors (including those who have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and 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 they jointly and severally accept responsibility accordingly. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Pre-Conditional Offer Announcement and the Bioton Report), the sole responsibility of the Directors has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this announcement.

BY ORDER OF THE BOARD

For and on behalf of SciGen Ltd

Marek Dziki

13 June 2018

About SciGen Limited

SciGen Ltd (“SciGen”) is a biopharmaceutical company involved in sales and marketing of genetically engineered biopharmaceutical products for human healthcare. SciGen focuses in the areas of endocrinology, paediatrics, neurology and oncology care.

Its core product portfolio consists of biosimilar products, notably, recombinant human insulin and recombinant human growth hormone which have undergone substantial clinical development. SciGen has since built a diversified portfolio in recent years, comprising neurology, oncology care products, paediatric supplements, orthopaedic injection therapy, anti-hypertensives and a range of medical devices.

SciGen has acquired the rights to distribute and market biopharmaceutical and proprietary products under both exclusive and semi-exclusive licensing arrangements. Its strategy is to focus on biosimilar products which have undergone much of the clinical development and trials required to bring new drugs to market. This minimises the risks associated with early stage product development.

SciGen’s current focus is in the Asia Pacific region which provides growth opportunities for its range of products. Following a licensing agreement signed in early 2012, SciGen now has marketing rights for recombinant human insulin in the Middle East and Africa. SciGen’s contract manufacturer for recombinant human insulin is its ultimate holding company in Poland, Bioton S.A..

SciGen currently maintains internal sales and marketing teams at its subsidiary offices, whilst venturing into distribution partnerships in other markets. Through joint collaboration with its partners, SciGen uses its extensive expertise in regulatory and clinical environments, to cater to a broader spectrum of market.

SciGen was established in 1988, as a Singapore biopharmaceutical company. SciGen is listed on the Australian Stock Exchange (ASX code SIE). Its corporate headquarters is located in Singapore, with subsidiary offices in Australia, South Korea, China and a sales office in Philippines. Strategic distribution channels are present in Thailand, Hong Kong, Pakistan, Indonesia, Singapore, Bangladesh, Myanmar and Vietnam.

For further information: Company - Investor Relations	Company
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Current report No. 14/2018

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Consent of the Banks to conclude an investment agreement with Yifan International Pharmaceutical Co., Ltd.

With reference to current report no. 2017/38 dated 4 December 2017, current report no. 2017/42 of 13 December 2017, current report no. 2018/7 of May 15, 2018, of the current report no. 2018/10 of 7 June 2018, current report No. 2018/12 dated June 11, 2018, current report no. 2018/13 dated June 11, 2018 The Management Board of Bioton S.A. ("Issuer") informs that it has obtained the consent of all Financing Banks, i.e. ING BANK ŚLĄSKI SPÓŁKA AKCYJNA with its registered office in Katowice; BANK OCHRONY ŚRODOWISKA S.A. with its registered office in Warsaw, BANK OF CHINA (LUXEMBURG) S.A. Spółka Akcyjna Oddział w Polsce (Warsaw) and HSBC BANK POLSKA S.A. with its registered office in Warsaw, to conclude an agreement with Yifan International Pharmaceutical Co., Ltd. as an investor as part of the sale transaction of SciGen Ltd with its registered office in Singapore ("Transaction"). Thus, one of the necessary conditions agreed by the parties to the Transaction has been fulfilled.