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LifeTech Scientific Corporation
先健科技公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1302)

PROPOSED SHARE SUBDIVISION

The Board proposes that each of the existing issued and unissued Shares of par value of US\$0.00001 each in the share capital of the Company be subdivided into eight (8) Subdivided Shares of par value of US\$0.00000125 each. The Share Subdivision will become effective upon the fulfillment of the conditions set out in the section headed “Conditions of the Share Subdivision” below.

An EGM will be convened and held to consider, and if thought fit, approve the Share Subdivision. A circular containing, amongst other things, further details of the Share Subdivision, including the trading arrangements in respect of the Subdivided Shares, the arrangement and procedure for free exchange of share certificates, together with a notice convening the EGM is expected to be despatched to the Shareholders on or before 22 December 2014.

PROPOSED SHARE SUBDIVISION

The Board proposes that each of the existing issued and unissued Shares of par value of US\$0.00001 each in the share capital of the Company be subdivided into eight (8) Subdivided Shares of par value of US\$0.00000125 each.

As at the date of this announcement, the authorized share capital of the Company is US\$50,000 divided into 5,000,000,000 shares of US\$0.00001 each, of which 500,000,000 Shares are issued and credited as fully paid. Upon the Share Subdivision becoming effective, the authorized share capital of the Company will become US\$50,000 divided into 40,000,000,000 Subdivided Shares of US\$0.00000125 each and the issued share capital will become US\$5,000 divided into 4,000,000,000 Subdivided Shares of US\$0.00000125 each, assuming that no further Shares are allotted, issued or repurchased prior to the Share Subdivision becoming effective.

As at the date of this announcement, there are in issue outstanding First Tranche Convertible Notes in the principal amount of HK\$152,000,000 carrying the right to convert the whole or part of the principal amount of the First Tranche Convertible Notes into Shares at any time on or after the date of issue of the First Tranche Convertible Notes up to the close of business on the fifth anniversary of the date of issue of the First Tranche Convertible Notes. The Directors expect that upon the Share Subdivision becoming effective, adjustment may be made to (a) the number of Conversion Shares subject to the outstanding Convertible Notes; (b) the conversion price; and/or (c) any combination thereof pursuant to the terms and conditions of the Convertible Notes. Further details will be disclosed in the circular to be despatched in relation to the proposed Share Subdivision.

The Shares are currently traded in board lots of 2,000 Shares. Upon the Share Subdivision becoming effective, the board lot size will remain unchanged and in board lots of 2,000 Subdivided Shares. The Share Subdivision is not expected to result in any odd lots other than those that already exist. Upon the Share Subdivision becoming effective, the Subdivided Shares will rank *pari passu* with each other in all respects.

CONDITIONS OF THE SHARE SUBDIVISION

The Share Subdivision is conditional upon the following:

- (i) the passing of an ordinary resolution by the Shareholders at the EGM to approve the Share Subdivision; and
- (ii) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Subdivided Shares in issue and any new Subdivided Shares which may fall to be issued upon conversion of the Convertible Notes.

Assuming all the conditions above are fulfilled, the Share Subdivision will become effective on the next Business Day following the passing of the ordinary resolution as specified therein, which is expected to be 12 January 2015.

REASONS FOR THE SHARE SUBDIVISION

Upon the proposed Share Subdivision becoming effective, the par value of each Share will decrease and the total number of Shares in issue will increase. The Share Subdivision will result in a downward adjustment to the trading price of the Shares. The Board is of the view that the Share Subdivision will improve the liquidity in trading of Subdivided Shares, thereby enabling the Company to attract more investors and broaden its shareholders' base.

Other than the expenses (including professional fees and printing charges) to be incurred in relation to the Share Subdivision, the implementation thereof will not alter the underlying assets business operations, management or financial position of the Group or the shareholdings, rights and interests of the Shareholders. The Board considers that the Share Subdivision is in the interests of the Company and the Shareholders as a whole.

EXCHANGE OF SHARE CERTIFICATES

The existing share certificates will only be valid for delivery, trading and settlement purposes for the period up to 4:00 p.m. on Friday, 13 February 2015 and thereafter will not be accepted for delivery, trading and settlement purposes. However, the existing share certificates will continue to be good evidence of legal title to the Subdivided Shares on the basis of one (1) Share for eight (8) Subdivided Shares.

Subject to the Share Subdivision becoming effective, the Shareholders can submit their existing certificates for the Shares in blue colour to the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, in exchange for new share certificates for the Subdivided Shares in green colour free of charge between 9:00 a.m. and 4:30 p.m. on any Business Day from Monday, 12 January 2015 to Monday, 23 February 2015 (both days inclusive). After the expiry of such period, existing certificates for the Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) for each existing share certificate cancelled or new share certificate issued (whichever number of share certificates involved is higher). It is expected that the new share certificates will be available for collection within ten Business Days after the submission of the existing share certificates for exchange.

EXPECTED TIMETABLE FOR THE PROPOSED SHARE SUBDIVISION

Despatch date of circular with notice of EGM Monday, 22 December 2014

Latest time for lodging the form of
proxy for the EGM 10:00 a.m. on Wednesday,
7 January 2015

EGM to approve the proposed Share Subdivision 10:00 a.m. on Friday,
9 January 2015

Publication of the announcement of the voting result
of the EGM in respect of the approval of
the Share Subdivision Friday, 9 January 2015

The following events are conditional on the fulfillment of the conditions for the implementation of the Share Subdivision :

Effective date of the Share Subdivision Monday, 12 January 2015

First day of free exchange of
existing share certificate for new share certificates
for the Subdivided Shares Monday, 12 January 2015

Dealing in Subdivided Shares commences 9:00 a.m. on Monday,
12 January 2015

Original counter for trading in existing Shares
in board lots of 2,000 Shares temporarily closes 9:00 a.m. on Monday,
12 January 2015

Temporary counter for trading in Subdivided Shares
in board lots of 16,000 Subdivided Shares
(in the form of existing share certificates) opens 9:00 a.m. on Monday,
12 January 2015

Original counter for trading in Subdivided Shares
in board lots of 2,000 Subdivided Shares
(in the form of new share certificates
for Subdivided Shares) re-opens 9:00 a.m. on Monday,
26 January 2015

Parallel trading in the Shares and Subdivided Shares
(in the form of existing share certificates and
new share certificates) commences 9:00 a.m. on Monday,
26 January 2015

Temporary counter for trading in Subdivided Shares
in board lots of 16,000 Subdivided Shares
(in the form of existing share certificate) closes..... 4:00 p.m. on Friday,
13 February 2015

Parallel trading in Shares and Subdivided Shares
(in the form of existing share certificates
and new share certificates) ends 4:00 p.m. on Friday,
13 February 2015

Last day of free exchange of existing
share certificates for new share certificates
for the Subdivided Shares Monday, 23 February 2015

GENERAL

An EGM will be convened to consider, and, if though fit, approve the proposed Share
Subdivision.

A circular containing, among other things, details of the Share Subdivision, the
trading arrangements in respect of the Subdivided Shares, the procedure for the free
exchange of the existing share certificates, together with the notice of the EGM will
be despatched to the Shareholders on or before 22 December 2014.

DEFINITION

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Board”	means the board of Directors of the Company
“Business Day(s)”	means any day(s) on which the Stock Exchange is open for transactions of business
“Company”	means LifeTech Scientific Corporation, a company incorporated in the Cayman Islands with limited liability, the shares of which were listed on the Main Board of the Stock Exchange after being transferred from Growth Enterprise Market of the Stock Exchange on 6 November 2013
“Conversion Shares”	has the meaning as defined in the circular of the Company dated 6 January 2013
“Convertible Notes”	has the meaning as defined in the circular of the Company dated 6 January 2013
“Director(s)”	means directors of the Company or any one of them
“EGM”	means the extraordinary general meeting of the Company proposed to be convened and held for the Shareholders to consider and, if though fit, approve the Share Subdivision
“First Tranche Convertible Notes”	has the meaning as defined in the circular of the Company dated 6 January 2013
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Committee”	has the meaning ascribed thereto under the Listing Rules
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Share(s)”	means ordinary share(s) in the share capital of the Company at the nominal value of US\$0.00001 each

“Shareholder(s)”	shareholders of the Company
“Share Subdivision”	means the proposed subdivision of each issued and unissued Share in the eight (8) Subdivided Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subdivided Share(s)”	means ordinary share(s) of US\$0.00000125 each in the share capital of the Company upon the Share Subdivision becoming effective
“US\$”	United States dollars, the lawful currency of United States

By order of the Board
LifeTech Scientific Corporation
XIE Yuehui
Chairman and Executive Director

Hong Kong, 5 December 2014

As at the date of this announcement, the Board is comprised of Mr. XIE Yuehui and Mr. ZHAO Yiwei Michael being executive directors of the Company; Mr. WU Jianhui, Mr. MARTHA Geoffrey Straub, Dr. LIDDICOAT John Randall and Mr. JIANG Feng being non-executive directors of the Company; and Mr. LIANG Hsien Tse Joseph, Mr. ZHOU Luming and Mr. ZHOU Gengshen being independent non-executive directors of the Company.