

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness, and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**Biostime International Holdings Limited**

**合生元國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

*(Stock Code: 1112)*

## **GRANT OF AWARDED SHARES PURSUANT TO SHARE AWARD SCHEME**

On 30 March 2012, the Board (including all independent non-executive Directors) resolved to grant a total of 2,315,882 Awarded Shares to 122 employees who are Eligible Persons pursuant to the Scheme and among whom, (i) Mr. Luo Fei is the chief executive officer, an executive Director and the chairman of the Company, (ii) Ms. Kong Qingjuan is the chief operating officer and an executive Director of the Company, and (iii) the remaining 120 Participants are not connected persons (as defined in the Listing Rules).

Reference is made to the announcements of Biostime International Holdings Limited (the “**Company**”) dated 28 November 2011 and 30 March 2012 (the “**Announcements**”) relating to the adoption of a share award scheme (the “**Scheme**”) of the Company and amendment to the Scheme. Unless otherwise defined in this announcement, capitalized terms used in this announcement shall have the same meanings ascribed to them in the Announcements.

On 30 March 2012, the Board (including all independent non-executive Directors) resolved to grant a total of 2,315,882 shares of the Company (the “**Awarded Shares**”) to 122 employees who are Eligible Persons pursuant to the Scheme and among whom, (i) Mr. Luo Fei is the chief executive officer, an executive Director and the chairman of the Company, (ii) Ms. Kong Qingjuan is the chief operating officer and an executive Director of the Company, and (iii) the remaining 120 Participants are not connected persons (as defined in the Listing Rules). Details of the grant are as follows:

<b>Name of Participants</b>	<b>No. of Awarded Shares</b>	<b>Vesting Date</b>
Mr. Luo Fei	97,000	30 September 2012
Ms. Kong Qingjuan	46,000	30 September 2012
Remaining 120 Participants who are Eligible Persons and are not connected persons (as defined in the Listing Rules)	2,172,882	30 September 2012

The closing price of the Shares of the Company on the date of grant of the Awarded Shares is HK\$19.98. The said Awarded Shares have been purchased and are currently held by the Trustee in accordance with the terms of the Scheme. Pursuant to the rules of the Scheme, the Awarded Shares have been granted to the grantees of such Awarded Shares for no consideration.

Mr. Luo Fei is the chief executive officer and an executive Director of the Company and Ms. Kong Qingjuan is an executive Director of the Company, therefore both of them are connected persons of the Company. The grant of Awarded Shares to Mr. Luo Fei and Ms. Kong Qingjuan has been approved by the independent non-executive Directors of the Company as required under the Scheme. Each of Mr. Luo Fei and Ms. Kong Qingjuan has abstained from voting so far as the resolution for the approval of the grant of Awarded Shares to each of them was concerned.

The grant of the Awarded Shares to Mr. Luo Fei and Ms. Kong Qingjuan is exempt from the reporting, announcement and independent shareholders' approval requirements under Chapter 14A of the Listing Rules as all the relevant percentage ratios under the Listing Rules for the grant of Awarded Shares are less than 0.1% under Rule 14A.31(2)(a) of the Listing Rules.

**Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.**

By Order of the Board  
**Biostime International Holdings Limited**  
**Luo Fei**  
*Chairman*

Guangzhou, Guangdong Province, the People's Republic of China, 30 March 2012

*As at the date of this announcement, the executive Directors of the Company are Mr. Luo Fei, Dr. Zhang Wenhui and Ms. Kong Qingjuan; the non-executive Directors of the Company are Mr. Wu Xiong, Mr. Luo Yun and Mr. Chen Fufang; and the independent non-executive Directors of the Company are Dr. Ngai Wai Fung, Mr. Tan Wee Seng and Professor Xiao Baichun.*