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**Boston Scientific
Group plc**

*(a public limited company incorporated
under the laws of the Republic of Ireland)*

**Acotec Scientific Holdings Limited
先瑞達醫療科技控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 6669)*

JOINT ANNOUNCEMENT

**VOLUNTARY CONDITIONAL PARTIAL CASH OFFER BY
CITIGROUP GLOBAL MARKETS ASIA LIMITED ON BEHALF OF
THE OFFEROR TO ACQUIRE A MAXIMUM OF 65 PER CENT. OF
THE ISSUED SHARE CAPITAL OF THE COMPANY FROM
QUALIFYING SHAREHOLDERS**

- (1) ACCEPTANCE AND APPROVAL OF THE PARTIAL OFFER
PURSUANT TO THE IRREVOCABLE UNDERTAKINGS
(2) THE PARTIAL OFFER HAS
BECOME UNCONDITIONAL IN ALL RESPECTS**

Financial Advisor to the Offeror



Independent Financial Advisor to the Independent Board Committee



INTRODUCTION

Reference is made to (i) the joint announcement dated 12 December 2022 issued by the Offeror and the Company in relation to, among other things, the voluntary conditional partial cash offer by Citi on behalf of the Offeror to acquire a maximum of 203,702,962 Shares in the issued share capital of the Company (representing 65% of the issued share capital of the Company as at the date of the Joint Announcement) from Qualifying Shareholders at the Offer Price of HK\$20 per Share; and (ii) the composite offer and response document dated 3 January 2023 jointly issued by the Offeror and the Company (the “**Composite Document**”). Unless otherwise stated, capitalised terms used in this joint announcement shall have the same meanings as those used in the Composite Document.

ACCEPTANCE AND APPROVAL OF THE PARTIAL OFFER PURSUANT TO THE IRREVOCABLE UNDERTAKINGS

Pursuant to the Irrevocable Undertakings,

- (i) CMI and CIW have tendered or procured and caused to be tendered duly executed valid acceptance form for acceptance of the Partial Offer and have approved or procured the approval of the Partial Offer in respect of 161,877,642 Shares in aggregate on 26 January 2023, which for the avoidance of doubt, also includes all the CPE Excluded Shares owned or controlled by each of them;
- (ii) Cosmic Elite has tendered or procured and caused to be tendered duly executed valid acceptance form for acceptance of the Partial Offer in respect of 21,531,324 Shares and has approved or procured the approval of the Partial Offer in respect of 43,062,647 Shares on 26 January 2023; and
- (iii) Bliss Way Limited has tendered or procured and caused to be tendered duly executed valid acceptance form for acceptance of the Partial Offer in respect of 5,059,024 Shares on 26 January 2023.

LEVEL OF ACCEPTANCES AND LEVEL OF APPROVAL OF THE PARTIAL OFFER

As at 4:00 p.m. on the date of this joint announcement, taking into account the acceptances and approval received under the Irrevocable Undertakings, the Offeror has received:

- (i) valid acceptances of the Partial Offer from Qualifying Shareholders in respect of 246,291,184 Shares (the “**Acceptance Shares**”), representing approximately 78.59% of the issued share capital of the Company as at the date of this joint announcement; and
- (ii) approval of the Partial Offer by Qualifying Shareholders holding 207,581,256 Shares, representing approximately 66.24% of the total number of Shares held by Qualifying Shareholders as at the date of this joint announcement.

THE PARTIAL OFFER HAS BECOME UNCONDITIONAL IN ALL RESPECTS

The Offeror and the Company are pleased to announce that as at the date of this joint announcement, all the Conditions have been fulfilled and the Partial Offer has become and is hereby declared unconditional in all respects.

FINAL CLOSING DATE

Pursuant to Rule 15.3 of the Takeovers Code, where a conditional offer becomes or is declared unconditional (whether as to acceptances or in all respects), it should remain open for acceptances for not less than 14 days thereafter. Accordingly, the latest time and date for acceptance of the Partial Offer will be 4:00 p.m. on 9 February 2023 which will be the Final Closing Date of the Partial Offer. Acceptances of the Partial Offer received after 4:00 p.m. on the Final Closing Date will be rejected. All other terms of the Partial Offer, as set out in the Composite Document and in the Form of Approval and Acceptance, remain unchanged.

ACCEPTANCES

Qualifying Shareholders are advised to read the Composite Document and the Form of Approval and Acceptance carefully, including the advice from the Independent Board Committee and the advice from the Independent Financial Adviser before deciding whether or not to accept the Partial Offer.

Qualifying Shareholders are advised to refer to the Composite Document and the Form of Approval and Acceptance for a description of the acceptance procedures if they wish to accept the Partial Offer. The announcement of the results of the Partial Offer will be jointly issued by the Offeror and the Company and posted on the Stock Exchange's website by 7:00 p.m. on the Final Closing Date. Such announcement will comply with the disclosure requirements under Rule 19.1 and Note 7 to Rule 19 of the Takeovers Code and will include, among other things, the results of the Partial Offer and details of the way in which each accepting Shareholder's pro rata entitlement was determined.

INTERESTS OF THE OFFEROR AND PARTIES ACTING IN CONCERT WITH IT IN THE SHARES

Immediately before the commencement of the Offer Period, none of the Offeror and parties acting in concert with it (for the avoidance of doubt, excluding Citi group's exempt principal traders and exempt fund managers) owned, controlled or had direction over any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company.

During the Offer Period and up to the date of this joint announcement, neither the Offeror nor any parties acting in concert with it (for the avoidance of doubt, excluding Citi group's exempt principal traders and exempt fund managers):

- (i) has acquired or agreed to acquire any voting rights or rights over Shares of the Company save for the Acceptance Shares which are to be acquired under the Partial Offer; or
- (ii) has borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company, save for any borrowed Shares which had been either on-lent or sold.

By order of the board of
Boston Scientific Group plc
Carla Madrid Magalhães Nascimbeni and
Cindy Maria Mols-Duisings
Directors

By order of the Board of
Acotec Scientific Holdings Limited
Jing LI
Chairperson of the Board, Executive Director
and Chief Executive Officer

Hong Kong, 26 January 2023

As at the date of this joint announcement, the directors of the Offeror are Carla Madrid Magalhães Nascimbeni and Cindy Maria Mols-Duisings.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the executive Directors are Ms. Jing LI and Mr. Silvio Rudolf SCHAFFNER, the non-executive Directors are Mr. Ke TANG and Mr. Chen CHEN, and the independent non-executive Directors are Dr. Yuqi WANG, Ms. Hong NI and Ms. Kin Yee POON.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.