



(Incorporated in the Cayman Islands with Limited Liability)

Stock Code: 0575

14 December 2020

ANNOUNCEMENT



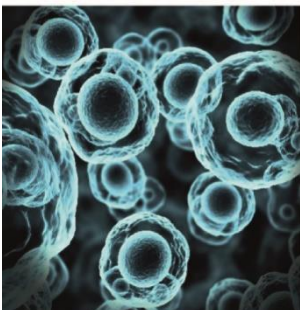
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CLOSING OF DISCLOSEABLE TRANSACTION: ACQUISITION OF DEEP LONGEVITY, INC



SUMMARY

The Directors are pleased to announce that closing of the Share Purchase Agreements and therefore the Acquisition has duly taken place on 14 December 2020 (after market close in Hong Kong) following fulfilment of the conditions set out in the Share Purchase Agreements. Pursuant to the Share Purchase Agreements, the Company has acquired all of the issued and outstanding securities in Deep Longevity, Inc at the total consideration of US\$3,793,350 (or approximately HK\$29.59 million), which was satisfied by the issue and allotment by the Company of an aggregate of 422,687,680 Consideration Shares. Approval was duly granted by the Listing Committee of the HK Stock Exchange for the listing of, and permission to deal in, the Consideration Shares.



The directors (the “**Directors**” or the “**Board**”) of Regent Pacific Group Limited (the “**Company**”) refer to: (i) the announcement issued by the Company on 2 September 2020 (the “**Announcement**”) in respect of the acquisition of Deep Longevity, Inc, which constitutes a discloseable transaction of the Company under Chapter 14 of the HK Listing Rules; and subsequently: (ii) the shareholders’ circular issued on 18 November 2020 (the “**Circular**”), containing the details of the Acquisition, the Share Purchase Agreements and the specific mandate for the issue and allotment of the Consideration Shares, together with the notice of the Extraordinary General Meeting; and (iii) the announcement issued on 9 December 2020 on the poll results at the Extraordinary General Meeting in respect of the grant of the said specific mandate.

Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meaning given to them in the Announcement and the Circular.

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Jamie Gibson, Chief Executive Officer of the Company, said, “We are delighted to have completed the acquisition of Deep Longevity, Inc. This represents a major milestone in our goal of becoming a global end-to-end longevity and wellness biotechnology company. DLI provides users with the most efficient, reliable and useful aging and longevity clocks that can help people live better, longer and healthier lives, with its patented DNA deep methylation clock being the most accurate in its field. DLI possesses first-mover advantage in Asia, has state-of-the-art technology driven by AI and aspires to be a leader in the field of machine learning for personalised preventative healthcare and longevity interventions. The acquisition will allow the Company to expand into the global wellness market that was estimated to be over US\$4.20 trillion in 2017. Its sophisticated AI system is uniquely able to track the rate of human aging and evaluate the effectiveness of longevity interventions.

Developed by a group of top AI and longevity scientists, and financed by seasoned investors in the biotechnology sector, DLI has built a strong clientele in the US and United Kingdom, which mainly comprise high-end clinics. Going forward, the Company believes that DLI – by developing a longevity ecosystem – will help billions of people worldwide to live longer, more healthy and more productive lives – ultimately creating long-term returns for our shareholders.”

As noted from the Circular, the Share Purchase Agreements provide, among other things, that:

- (i) all Sellers under the Majority Share Purchase Agreement will not, without the prior written consent of the Board, dispose of or agree to dispose of any of their Consideration Shares that may be issued to them or any interest (as defined in Part XV of the SFO) therein for a period of 6 months from the Closing Date of the Acquisition; and
- (ii) all Sellers under the Minority Share Purchase Agreement will not, without the prior written consent of the Board, dispose of or agree to dispose of any of their Consideration Shares that may be issued to them or any interest (as defined in Part XV of the SFO) therein for a period of 12 months from their date of issue and thereafter may only dispose of up to one third of such Consideration Shares on the one year, two year and three year anniversaries of their date of issue. In addition, where the recipient or an affiliate thereof becomes employed or otherwise engaged by the Company after Closing, such person will also then become subject and must adhere to the Company’s internal policies and procedures in respect of dealing in securities.

Note: Unless otherwise specified herein, the amounts dominated into US\$ have been translated, for the purpose of illustration only, into HK\$ using the exchange rate of US\$1.00 = HK\$7.80.

On Behalf of the Board of
Regent Pacific Group Limited

Jamie Gibson
Executive Director

Directors of the Company:

James Mellon (*Chairman*)*

Jamie Gibson (*Chief Executive Officer*)

David Comba[#]

Julie Oates[#]

Mark Searle[#]

Jayne Sutcliffe*

* *Non-Executive Directors*

Independent Non-Executive Directors

Hong Kong, 14 December 2020