

21 March 2017

Shenzhen New Life Biological Technology Co., Ltd - Transfer of Shenzhen Factory

Company Announcement

Australian Samly Holdings Group Limited (**APX: 8SA**) (**Company**) notes that on 20 March 2017, Shenzhen New Life Biological Technology Co., Ltd (**Shenzhen New Life**), a subsidiary of the Company, entered into an agreement to transfer (**Agreement**) its Guangming Shenzhen Factory (**Shenzhen Factory**) to Shenzhen Rubaobao Biotechnology Co., Ltd (**Shenzhen Rubaobao**).

1. Key terms of the Agreement

The key terms of the Agreement are as follows:

- (a) Shenzhen New Life will transfer the Shenzhen Factory, including all its equipment, machinery and ancillary objects and fixtures, to Shenzhen Rubaobao;
- (b) The consideration to be paid by Shenzhen Rubaobao for the transfer is RMB 1.7 million yuan; and
- (c) The completion date is 5 April 2017.

2. No prior associations between Shenzhen New Life and Shenzhen Rubaobao

Prior to this Agreement, Shenzhen Rubaobao did not have debt or equity holdings, claims, or any other associations with the Company or its substantial holders.

3. Impact of the transfer Agreement

After the completion of the Agreement, all of the Company's production activities will be completed in the Shuyang Jiangsu Factory (**Jiangsu Factory**).

As per the Company Announcement dated 15 November 2016 ('*Samly Jiangsu Factory Expansion*'), the Company has been rapidly expanding and renovating the Jiangsu Factory since the end of 2016 to ensure that it has sufficient production capacity to meet the needs of the Company. As such, the completion of the Agreement will not affect the Company's production capacities.

Jiajun Li

Company Secretary

On behalf of the Australia Samly Holdings Group Limited

There is a Chinese version attached to this announcement and the Chinese version is an accurate translation of the content of the English version and in the event of any inconsistency between the English and Chinese versions, the English version prevails.

深圳市生命力生物保健科技有限公司深圳工厂转让信息披露

2017年3月20日，深圳市生命力生物保健科技有限公司与深圳乳宝宝生物科技有限公司就生命力深圳光明工厂达成转让协议，转让的内容包括工厂内的设备、生产机器连同附属物件；转让的全部对价为人民币壹佰柒拾万元人民币；转让的时间为2017年4月5日。

深圳乳宝宝生物科技有限公司其在此之前与我司无任何债权债务关系，与我司不存在股权层面联系，与我司董监高无任何关联。

在本次转让完成后，我司的全部生产均将由沐阳工厂完成。我司自去年年底以来大力扩建江苏工厂，本次转让不会对公司的产能造成影响，江苏工厂的生产能力足够满足公司的需求。