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LIFETECH SCIENTIFIC CORPORATION

先健科技公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8122)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 21 JANUARY 2013**

The board is pleased to announce that all the resolutions proposed at the extraordinary general meeting (the “EGM”) were duly passed by the shareholders of the Company by way of poll at the EGM held on 21 January 2013.

Reference is made to the notice of the extraordinary general meeting (the “EGM”) of LifeTech Scientific Corporation (the “Company”) dated 6 January 2013 (the “Notice of EGM”) and the circular of the Company dated 6 January 2013 (the “Circular”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as defined in the Circular.

The board of directors of the Company (the “Board”) is pleased to announce that all the ordinary resolutions (the “Resolutions”) set out in the notice of the EGM were duly passed by the shareholders of the Company (the “Shareholders”) by way of poll at the EGM held on 21 January 2013.

The poll results in respect of the Resolutions were as follows:

Ordinary resolutions		Number of Shares (%)	
		For	Against
1.	(a) To approve, confirm and ratify the entering into the Investment Agreement dated 14 October 2012 between the Company and Medtronic, the Supplemental Investment Agreement dated 5 January 2013, and the Controller Public Float Undertaking dated 5 January 2013 entered into by the Controlling Shareholder Group in favour of the Company and Medtronic for the purpose of assisting the Company in fulfilling the Public Float Requirement, and all the transactions contemplated thereunder.	330,063,111 (100%)	0 (0%)
	(b) To confirm and approve the issue of the Convertible Notes to Medtronic in accordance with the terms of the Investment Agreement.	330,063,111 (100%)	0 (0%)
	(c) To approve, conditional upon the Listing Committee of the Stock Exchange granting the listing of, and the permission to deal in the Conversion Shares, the allotment and issue of the Conversion Shares pursuant to the exercise of the conversion rights attached to the First Tranche Convertible Notes contemplated under a specific mandate.	330,063,111 (100%)	0 (0%)
	(d) To approve, conditional upon the completion of the First Tranche Convertible Notes as stipulated under the Investment Agreement and the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in the Conversion Shares, the allotment and issue of the Conversion Shares pursuant to the exercise of the conversion rights attached to the Second Tranche Convertible Notes contemplated under a specific mandate.	330,063,111 (100%)	0 (0%)

Ordinary resolutions		Number of Shares (%)	
		For	Against
	(e) To authorize any one Director to do all such acts and things and execute all such documents which he considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Investment Agreement as well as in relation to the allotment and issue of all Conversion Shares and the respective transactions contemplated thereunder, and to make or agree such variations of a non-material nature to any of the terms thereof as any Director may in this discretion consider to be desirable and in the interest of the Company.	330,063,111 (100%)	0 (0%)
2.	(a) To confirm, approve and ratify, conditional upon the passing of resolution 1, the entering into the Distribution Agreement dated 14 October 2012 between the Company, PerMed and Medtronic and the transactions contemplated thereunder.	330,063,111 (100%)	0 (0%)
	(b) To confirm, approve and ratify the proposed annual caps of the proposed annual caps of RMB813,000, RMB39,690,000, RMB56,270,000, RMB81,510,000 and RMB110,093,000 for each of the five years ending 31 December 2017, respectively, in respect of the transactions contemplated under the Distribution Agreement.	330,063,111 (100%)	0 (0%)

Ordinary resolutions		Number of Shares (%)	
		For	Against
	(c) To authorize any one Director to do all such acts and things and execute all such documents which he considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Investment Agreement as well as in relation to the allotment and issue of all Conversion Shares and the respective transactions contemplated thereunder, and to make or agree such variations of a non-material nature to any of the terms thereof as any Director may in this discretion consider to be desirable and in the interest of the Company.	330,063,111 (100%)	0 (0%)
3.	(a) To approve, confirm and ratify, conditional upon the passing of resolution 1, the entering into the Services Agreement dated 14 October 2012 between the Company and Medtronic, the Supplemental Services Agreement dated 5 January 2013 and the Controller Guarantee and Indemnity dated 5 January 2013 entered into by the Controlling Shareholder Group in favour of the Company in relation to the Additional Payment contemplated under the Services Agreement and the transactions contemplated thereunder.	330,063,111 (100%)	0 (0%)

Ordinary resolutions		Number of Shares (%)	
		For	Against
	(b) To confirm, approve and ratify the proposed annual caps as set out in the circular of the Company dated 5 January 2013, being the Fees at the amount of RMB9,450,000 plus the Royalties calculated with reference to the quarterly Incremental Sales Revenue for the year ended 31 December 2013, the Fees at the amount of RMB22,050,000 plus the Royalties calculated with reference to the quarterly Incremental Sales Revenue for the year ended 31 December 2014, and the Royalties calculated with reference to the quarterly Incremental Sales Revenue for each of the 18 years ending 31 December 2032 in respect of the transactions contemplated under the Services Agreement.	330,063,111 (100%)	0 (0%)
	(c) To authorize any one Director to do all such acts and things and execute all such documents which he considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Investment Agreement as well as in relation to the allotment and issue of all Conversion Shares and the respective transactions contemplated thereunder, and to make or agree such variations of a non-material nature to any of the terms thereof as any Director may in this discretion consider to be desirable and in the interest of the Company.	330,063,111 (100%)	0 (0%)

As at the date of the EGM, the issued share capital of the Company was 500,000,000 Shares. As disclosed in the Circular, the Share Purchase is conditional upon completion of the First Tranche Convertible Notes, and Orchid Asia III, being the seller under the Share Purchase Agreement and a substantial shareholder of the Company within the meaning of the GEM Listing Rules, which held 98,650,618 Shares representing approximately 19.73% of the total issued share capital of the

Company as at the date of the EGM, was considered to have a material interest in the Transaction and had abstained from voting in relation to the Resolutions and the transactions contemplated thereunder. Save for the above, no other Shareholders were required to abstain from voting in respect of the Resolutions, and there was no Share entitling the holder to attend and abstain from voting in favor of the Resolutions at the EGM as set out in GEM Listing Rule 17.47A.

Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the EGM was 401,349,382 Shares representing approximately 80.27% of the total issued share capital of the Company as at the date of the EGM.

No party has stated its intention in the Circular to vote against the Resolutions at the EGM.

Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer for the vote-taking at the EGM.

By order of the Board
LifeTech Scientific Corporation
Xie Yuehui
Chairman

Shenzhen, P.R.C. 21 January 2013

As at the date of announcement, the Board comprises Mr. XIE Yuehui and Mr. ZHAO Yiwei Michael being executive directors of the Company; Mr. LI Gabriel, Mr. WU Jianhui and Ms. CONG Ning being non-executive directors of the Company; and Mr. LIANG Hsien Tse Joseph, Mr. ZHANG Xingdong, Mr. ZHOU Gengshen being independent non-executive directors of the Company.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at <http://www.lifetechmed.com>.