史上最大藥企併購案獲監管許可

BMS六千億吞新基

【香港商報訊】美國製藥巨頭百時美施貴寶（BMS）當地時間20日宣布，該公司已獲得收購新基公司的併購協議所需的所有監管機構審批許可，且已於今年4月12日獲得雙方股東的批准。至此，BMS成功完成了對新基的收購。BMS年初曾表示，將以現金和股票作價合計740億美元(約5920億港元)收購新基，這是史上規模最大的製藥業併購案。

兩家公司合併將會帶來25億美元(約200億港元)的成本節省，並會大幅提升盈利。 網絡圖片

睇好合併帶來200億慳本

根據併購協議，完成併購後，新基將成爲BMS的全資子公司。併購條款規定，新基股東根據已持有的股份，每1.00股將相應獲得BMS的1.00股普通股，以及50.00美元的無息現金，外加一份可交易的或有價值權（CVR）。或有價值權讓新基股票持有者在收購計劃順利到達設定的註冊里程碑時，可獲得9.00美元現金。新基的普通股在20日交易日收市後已停止交易。新發行的百時美施貴寶股份及或有價值權將於21日在紐約證交所開始交易。

兩家公司稱，合併將會帶來25億美元(約200億港元)的成本節省，並會大幅提升盈利。

百時美施貴寶總裁兼CEO康睿捷博士表示：「我們將百時美施貴寶和新基在領先的科學、創新的藥物和優秀的人才等方面優勢合二爲一，共同打造全球領先的生物製藥企業。」他說：「我們在腫瘤、血液、免疫和心血管疾病等領域處於領先地位，並具有業內最豐富、最有前景的產品管線之一。因此，我相信，我們將實現我們的願景，即通過科學改變患者的生命。」

多項合作業務獲進展

據悉，自1月3日宣布收購交易以來，兩公司已經取得了一系列實質性業務進展，成功實現此次併購交易設定的核心價值驅動力，包括：瑞複美的專利權取得新進展；美國FDA批准INREBIC用於治療特定形式的骨髓纖維化患者；FDA批准REBLOZYL用於治療乙型地中海貧血成人患者；在美國和歐洲完成luspatercept和ozanimod的監管備案。

爲配合該交易監管批准的推進，新基與安進達成協議，在與BMS完成合併後，新基將在全球剝離銀屑病藥物OTEZLA，以134億美元現金爲對價出售給安進。BMS 15日宣布，美國聯邦貿易委員會接受了公司就其與新基的未決併購而提議的同意令，並允許雙方完成併購。BMS期望在完成併購後，OTEZLA的剝離將盡快完成，並計劃將這部分利潤優先用於削減債務。

BMS加速回購公司普通股

BMS還宣布，董事會已授權回購公司的普通股，回購金額爲70億美元。爲配合該授權，BMS已與大摩和巴克萊簽署加速股份回購（ASR）協議，回購總金額爲70億美元的BMS普通股。BMS將用現金作爲回購資金。

BMS將於27日收到此次交易中有待回購的80%的股份。最終回購的股份總數將根據最終結算以及BMS普通股，在加速股份回購協議期間成交量加權平均價的折扣確定。BMS預計，加速股份回購計劃下的所有回購交易將在2020年第二季完成。

敵友不明在線遊戲 DeepRole完勝人類

【香港商報訊】美國麻省理工學院(MIT)科研團隊近日宣布，其開發的AI程式「深度角色」（DeepRole）在一個玩家角色和動機不明的在線遊戲中勝過人類，成爲首個在敵友不明的多玩家遊戲中戰勝人類玩家的AI程式。

研究顯示，通過在算法中使用「演繹推理」，「深度角色」根據觀察到的部分行爲，推斷某一玩家是敵是友，快速學習應與誰結盟從而獲得勝利。

研究人員讓「深度角色」參與了超過4000輪在線桌遊「抵抗組織：阿瓦隆」。「阿瓦隆」類似於「殺人遊戲」或「狼人殺」，玩家通過遊戲進程推測出其他玩家的身份，同時掩藏自己的身份。結果顯示，不論作爲「好人」還是「壞人」，「深度角色」都比人類玩家表現更加出色。

「深度角色」採取了一種被稱爲「反事實遺憾最小化」的博弈算法，利用「博弈樹」預測每個玩家的行爲，並推斷出玩家角色的最大可能性。這種AI程式在遊戲中進行自我對抗，逐步接近最佳策略，實現「至少與對手打平」的納什均衡。「阿瓦隆」的人類玩家通常要在遊戲過程中通過對話爲決策提供部分依據，而「深度角色」只觀察玩家行爲，無須參與交流。

特朗普想要負利率 聯儲局官員齊說不

【香港商報訊】美國總統特朗普已多次提出實行負利率的想法，但聯儲局20日公布的10月貨幣政策會議紀要顯示，決策委員排除負利率構想。

聯儲局官員在會議中表示，在一些已嘗試實行負利率的國家，證據顯示負利率效果好壞並陳。此外，儘管在全球經濟放緩的大背景下，美國經濟「已證明具有彈性」，但目前全球風險仍在「升高」，包括特朗普政府發起的貿易戰。

會議紀要顯示，多數聯儲局官員認爲貨幣政策在年內第三次減息後已「調整到位」，足以支持美國經濟溫和增長、勞動力市場強勁和通脹穩定。除非事態發展導致聯儲局需要對經濟前景進行「重大重估」，否則目前的政策將維持不變。聯儲局官員認爲，近期內進一步減息「並無必要」。

同時，聯儲局官員仍擔心企業支出、製造業和出口疲軟可能會波及勞動力市場和消費者支出，並威脅美國經濟擴張。

日擬用無人潛艇勘海底稀土

【香港商報訊】日本正準備發起「世界首次大範圍海底稀土勘探」，試圖擺脫對中國的稀土依賴。

欲投78億購無人潛艇及設備

日本經濟新聞社報道，在日本政府的支持下，日本最早將在明年利用自主式無人潛艇，勘探位於小笠原諸島南鳥島的海底稀土儲量。

傳統的勘探方式是使用水面船隻進行逐點採樣，這種方式難以探明稀土礦藏的範圍。相比之下，利用自主式無人潛艇進行勘探，可更大範圍勘探深海海底。此次勘探將在日本專屬經濟區中進行，旨在勘探海底泥漿中的稀土濃度，並評估礦藏儲量。勘探將使用美國伍茲霍爾海洋研究所研發的無人潛艇，通過向6000米深的海床發射超聲波進行勘探。

日本計劃若此次勘探成功，將考慮使用10台無人潛艇進行勘探。報道稱，約10億美元（約78億港元）將被用於購買無人潛艇和相關設備。此外，日本海洋研究開發機構正在開發一項技術，通過深海鑽探船「地球號」，利用一根接近1500噸的管道從海床中抽取富含稀土的泥漿。

南鳥島稀土儲量達1600萬噸

日經新聞社早前報道稱，早稻田大學的研究人員在東京東南部約1900公里處的南鳥島，發現其海床中擁有超過1600萬噸的稀土礦藏。研究人員在2500平方公里的海床上採集了25個地點的稀土樣本，並對其密度進行了分析。分析結果表明，這些海底稀土能滿足全球數百年的消耗量。

研究人員計劃，利用離心機分離含有高密度稀土的磷酸鈣，從而提升稀土元素的密度。據稱，其密度可達中國大陸的20倍。

日本「地球號」鑽探船已成功鑽探至海底3260米。 網絡圖片

沙特阿美IPO募資將用於擴投資項目

【香港商報訊】沙特國王薩勒曼20日說，沙特阿美首次IPO的募集資金將撥給沙特公共投資基金（PIF），用於沙特國內外投資項目，拉動經濟發展。

沙特新一屆協商會議（議會）當天在首都利雅得開幕。薩勒曼在開幕式上發表講話說，沙特阿美IPO將大大增加沙特金融市場規模，讓沙特境內外投資者都能參與其中，同時爲沙特創造數千個就業機會。

薩勒曼強調，沙特的石油政策旨在促進全球石油市場穩定，並爲消費者和生產者提供服務。薩勒曼還說，沙特目前發展旅遊業、開放旅遊簽證是吸引投資、創造就業機會、使經濟多元化的重要步驟之一，這也是展示沙特傳統和文化的一種方式。薩勒曼表示，沙特決心持續改革以提高競爭力，取得更多成就和更大發展。

Stock Code: 000055, 200055 Stock ID: Fangda Group, Fangda B Announcement No. 2019-43

FANGDA

China Fangda Group Co., Ltd.
Simplified Equity Change Report

Listed companyName: China Fangda Group Co., Ltd.
Sharing listing location: ShenzhenShenzhen Stock Exchange
Stock ID: Fangda Group, Fangda B
Stock code: 000055, 200055

Information Disclosure Obligor	Contact address	Equity change nature
Shenzhen Banglin Technologies Development Co., Ltd.	Room 1902, Shuguang Building, Science and Technology South 12th Road, Yuehai Sub-district, Nanshan District, Shenzhen	Increase
Shengjiu Investment Ltd.	ROOM 1502,15/F.,101 KING'S ROAD,NORTH POINT,HONG KONG	
Xiong Jianming	Fangda Building, Science and Technology South 12th Road, Hi-Tech Zone, Nanshan District, Shenzhen, Guangdon	

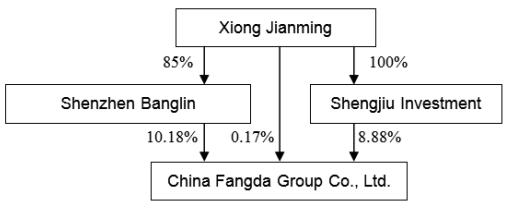
Signing date of the Simplified Equity Change Report: November 21, 2019
Statement of the Information Disclosure Obligor:
1. The information disclosure obligor prepares the report based on the Securities Law of the People's Republic of China (hereinafter referred to as the "Securities Law"), the Administrative Measures for the Acquisition of Listed Companies (hereinafter referred to as "the Acquisition Measures"), and the Summary and Format of the Information Disclosure of the Company that Publicly Issues Securities No. 15 - Report on Changes in Equity (hereinafter referred to as "Guideline No.15") and other relevant laws and regulations.
2. The information disclosure obligor has obtained the necessary authorization and approval to sign this report.
3. According to the provisions of the Securities Law, the Acquisition Measures and the Guideline No.15, this report has fully disclosed the information about changes in the shares held by the information disclosure obligor in China Fangda Group Co., Ltd.
As of the date of signing this report, in addition to the shareholding information disclosed in this report, the information disclosure obligor has not increased or reduced its shareholding in China Fangda Group Co., Ltd. through any other means.
4. The changes in shareholding of the information disclosure obligor is based on the information contained in this report. Except for China Fangda Group Co., Ltd., no other person has been entrusted or authorized to provide the information not listed in this report and to make any report on it.
I. Definitions
Unless otherwise stated, the following is abbreviated as follows in this report:
Information disclosure obligor: Shenzhen Banglin Technology Development Co., Ltd., Shengjiu Investment Co., Ltd. and Xiong Jianming
Fangda Group： China Fangda Group Co., Ltd.
Report, this Report: Simplified Equity Change Report of China Fangda Group Co., Ltd.
II. Profile of Information Disclosure Obligor
(1) Basic information about Information Disclosure Obligor
1. Information Disclosure Obligor 1
Company name: Shenzhen Banglin Technologies Development Co., Ltd.
Registered place: Shenzhen, Guangdong
Legal representative: Chen Jinwu
Registered capital: RMB30,000,000
Unified social credit code: 914403007298400552
Type: limited liability company
Scope of business: investing in industries (application procedures essential for each project), development of electronic products, technical consulting, domestic commerce, material supplying (excluding special materials under government limitation or restriction), import and export business (excluding those prohibited by laws, regulations and the State Council, restricted products can be imported and exported with licenses).
Term of operation: June 07, 2001 to June 07, 2051
Major shareholders: Xiong Jianming, who holds 85% of the stake, Xiong Xi, a son of Xiong Jianming, who holds 15% of the stake
Tel.: (0755)28828865
Directors and principals:

PRINTED NAME	Gender	Position	Nationality	Permanent residence	Right of residence in another country or region
Chen Jinwu	M	Executive director, general manager	Chinese	China	None

2. Information Disclosure Obligor 2:
Name: Shengjiu Investment Ltd.
Registered address: Hong Kong
Major shareholder: Xiong Jianming
Registered capital: HKD1,000,000
Number of the certificate of registration: 1669497
Company type: Private company with equity
Business scope: investment
Term of Scope of business: since October 06, 2011
Major shareholder: Xiong Jianming, who holds 100% of the stake
Tel.: (852)25638012
Directors and principals:

Name	Gender	Position	Nationality	Permanent residence	Right of residence in another country or region
Xiong Jianming	M	Director of Shengjiu Investment Co., Ltd. And Chairman of China Fangda Group Co., Ltd.	Chinese	China	Yes

3. Information Disclosure Obligor 3:
Name: Xiong Jianming
The basic information is disclosed on the above table.
(2) The information disclosure obligors do not have any situation in which the shares of other listed companies in China or overseas meet or exceed 5% of the issued shares of the company.
(3) Relationship between the information disclosure obligors
The information disclosure obligors are concerted action person, and Xiong Jianming is the actual controller of China Fangda Group Co., Ltd. As of the signing date of this report, the equity relationship between the information disclosure obligors is as follows:



III. Shareholding Purpose
(1) Purpose of increase: Optimistic in the outlook of China Fangda Group Co., Ltd.
(2) As of the signing date of this report, the information disclosure obligors have the intention to continue increasing the shareholding of China Fangda Group Co., Ltd. within the next 12 months.
IV. Means of Equity Changes
(1) Means of shareholding changes: increase through the trading system of the Shenzhen Stock Exchange.
(2) The information disclosure obligors disclosed in the Simplified Equity Change Report on December 30, 2014 that the shares held by the information disclosure obligors accounted for a total of 14.22% of the total share capital of China Fangda Group, and thereafter the information disclosure obligors used some funds to increase their shareholding in China Fangda Group Co., Ltd. As of November 21, 2019, the total shareholding percentage of information disclosure obligors reaches 19.22%, and the proportion of increase was 5%. The details are as follows:

Information Disclosure Obligor	Category of shares	Code	December 29, 2014		November 21, 2019		Quantity change	Change %
			Number of shares (share)	Shareholding percentage	Number of shares (share)	Shareholding percentage		
Shenzhen Banglin Technologies Development Co., Ltd.	A share	000055	68,774,273	9.09%	114,311,654	10.18%	45,537,381	1.09%
Shengjiu Investment Co., Ltd.	B shares	200055	37,845,591	5.00%	99,713,228	8.88%	61,867,637	3.88%
Xiong Jianming	A share	000055	1,002,771	0.13%	1,889,657	0.17%	886,886	0.04%
		Total	107,622,635	14.22%	215,914,539	19.22%	108,291,904	5.00%

(3) The information disclosure obligor Mr. Xiong Jianming is the Chairman and CEO of China Fangda Group Co., Ltd. and the actual controller of the Company. In the past three years, there has been no record of bad credit records in the securities market by Mr. Xiong Jianming as provided by Article 149 of the Company Law. Mr. Xiong Jianming's appointments in other companies are as follows:

Entity	Position	Start time of appointment	Main business	Registered address
Shengjiu Investment Co., Ltd.	Director	Oct. 6, 2011	Investment	Hong Kong

(IV) As of the signing date of this report, except for the 32.86 million shares held by Shenzhen Banglin Technology Development Co., Ltd., the shares held by the information disclosure obligors are not subject to the restrictions of pledge, freezing, or limit on transfer.
V. Trading of Listed Shares over the Past Six Months
In the six months prior to the signing of this report, purchase and sales of the shares of China Fangda Group Co., Ltd. By the information disclosure obligors through the centralized trading system of the Shenzhen Stock Exchange are described as follows:

Information Disclosure Obligor	Time	Number of shares purchased (share)	Trading price range (RMB/share)
Shenzhen Banglin Technologies Development Co., Ltd.	October 2019	1,109,500	4.50-4.52

Information Disclosure Obligor	Time	Number of shares purchased (share)	Trading price range (HKD/share)
Shengjiu Investment Co., Ltd.	May 2019	1,515,638	3.49-3.68
	June 2019	297,490	3.41-3.55
	October 2019	1,145,349	2.80-2.96
	November 2019	2,879,113	2.97-3.09

Mr. Xiong Jianming did not buy or sell Fangda Group shares within six months prior to the signing of this report.
VI. Others
(1) Other matters that should be disclosed
As of the signing date of this report, the information disclosure obligors believe that this report has disclosed the relevant information of this equity changes in accordance with relevant regulations, and there is no other information that should be disclosed but not disclosed.
(2) Statement of the Information Disclosure Obligors
I and the institutions I represent represent that this report does not contain false records, misleading statements or major omissions, and assumes individual and joint legal liabilities for its authenticity, accuracy and completeness.
VII. Reference
1. The business licenses, registration certificates, copies of ID cards and other materials of the information disclosure obligors;
2. Documentary identification documents of directors of information disclosure obligors;
3. The text of this report.
Schedule:
Simplified Equity Change Report

Profiles			
Listed company name	China Fangda Group Co., Ltd.	Listed company location	Fangda Building, Kejinan 12th Avenue, Hi-Tech Zone, Nanshan, Shenzhen
Stock ID	Fangda Group, Fangda B	Stock code	000055, 200055
Name of information disclosure obligor	Shenzhen Banglin Technologies Development Co., Ltd.	Registration address/ contact address of information disclosure obligor	Shenzhen, Guangdong
	Shengjiu Investment Co., Ltd.		Hong Kong
	Xiong Jianming		Fangda Building, Science and Technology South 12th Road, Hi-Tech Zone, Nanshan District, Shenzhen, Guangdon
Change in the shareholding	Increase √ Decrease □ Unchanged, the shareholder is changed □	Person acting in concert	Yes √ (persons acting in concert) None □
Whether the information disclosure obligor is the largest shareholder of the listed company	Yes √ (Shenzhen Banglin Technologies Development Co., Ltd.) No □	Whether the information disclosure obligor is actual controller of the listed company	Yes √ (Xiong Jianming) No □
Means of equity changes	Centralized trading through stock exchanges √ Transfer based on agreement □ State-owned shares administrative transfer or change □ Indirect transfer □ Acquisition of new shares issued by listed companies □ Execution of court ruling □ Inherit □ Gift □ Others □		
The number of shares in which the information disclosure obligor has an interest before the disclosure and the proportion of shares issued by the listed company	Information Disclosure Obligor	Share type	December 29, 2014: Number of shares (share) / Shareholding percentage
	Shenzhen Banglin Technologies Development Co., Ltd.	A share	68,774,273 / 9.09%
	Shengjiu Investment Co., Ltd.	B share	37,845,591 / 5.00%
	Xiong Jianming	A share	1,002,771 / 0.13%
		Total	107,622,635 / 14.22%
The number of shares and the proportion of changes in which the information disclosure obligor has an interest after this change in equity	Information Disclosure Obligor	Share type	November 21, 2019: Number of shares (share) / Shareholding percentage
	Shenzhen Banglin Technologies Development Co., Ltd.	A share	114,311,654 / 10.18%
	Shengjiu Investment Co., Ltd.	B share	99,713,228 / 8.88%
	Xiong Jianming	A share	1,889,657 / 0.17%
		Total	215,914,539 / 19.22%
Whether the information disclosure obligors intend to continue to increase holdings in the next 12 months	Yes √ No □		
Whether the information disclosure obligors bought or sold the listed company's shares in the secondary market in the previous 6 months	Yes √ (Shenzhen Banglin Technologies Development Co., Ltd. And Shengjiu Investment Co., Ltd.) No √ (Xiong Jianming)		
Where the controlling shareholder or actual controller of a listed company reduces the shareholding, the information disclosure obligors shall also state the following contents:			
Is there any infringement of the rights of listed companies and shareholders when controlling shareholders or actual controllers reduce their holdings?	Yes □ No √		
Whether the controlling shareholder or the actual controller reduces the liabilities of the company when it is reduced, does not release the guarantee provided by the company for its liabilities, or other circumstances that damage the interests of the company.	Yes □ No √		
Whether this change in equity needs approval	Yes □ No √		

[This page has no text, it is the signature and stamp page of the Simplified Equity Change Report of China Fangda Group Co., Ltd.]
Information disclosure obligor 1: Shenzhen Banglin Technology Development Co., Ltd.
Legal representative: Chen Jinwu_____
Information disclosure obligor 2: Shengjiu Investment Co., Ltd.
Person in charge: Xiong Jianming_____
Information Disclosure Obligor 3: Xiong Jianming_____

Signing date: November 21, 2019