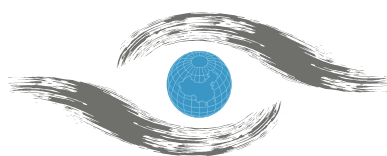


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**C-MER 希瑪**

**C-MER EYE CARE HOLDINGS LIMITED**

**希瑪眼科醫療控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3309)**

**CLOSING OF PLACING OF EXISTING SHARES AND  
SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



The Company is pleased to announce that completion of the Placing and the Subscription took place on 17 January 2022 and 20 January 2022, respectively.

An aggregate of 90,000,000 Placing Shares have been successfully placed at the Placing Price of HK\$6.48 per Placing Share to no less than six (6) independent placees procured by the Placing Agent. To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the placees and their respective ultimate beneficial owners are third parties independent of, and not connected with, the Company or its connected persons. None of the placees has become a substantial shareholder of the Company upon taking up the Placing Shares.

Further, all the conditions of the Subscription have been fulfilled and completion of the Subscription took place on 20 January 2022. A total of 76,500,000 Subscription Shares were allotted and issued to the Seller at the net subscription price (after deduction of the expenses incurred by the Seller in relation to the Placing and the Subscription) of HK\$6.41 per Share under the General Mandate. The Subscription Shares represent approximately 6.2% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares pursuant to the Subscription and the issue of the Champion Eye Consideration Shares.

Reference is made to the announcement of C-MER Eye Care Holdings Limited (the “**Company**”) dated 13 January 2022 (the “**Announcement**”) in relation to, among other things, the Placing and the Subscription. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

## **COMPLETION OF THE PLACING AND THE SUBSCRIPTION**

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Further, all the conditions of the Subscription have been fulfilled and completion of the Subscription took place on 20 January 2022. A total of 76,500,000 Subscription Shares were allotted and issued to the Seller at the net subscription price (after deduction of the expenses incurred by the Seller in relation to the Placing and the Subscription) of HK\$6.41 per Share under the General Mandate. The Subscription Shares represent approximately 6.2% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares pursuant to the Subscription and the issue of the Champion Eye Consideration Shares.

The Company received total net proceeds from the Subscription, after deducting related fees and expenses borne or incurred by the Company, of approximately HK\$490.6 million and intends to use the same for (i) the funding of mergers and acquisitions; (ii) the expansion of the Group's hospital and service network; and (iii) as general working capital for the Group.

## EFFECT ON THE SHAREHOLDING STRUCTURE

The shareholding structures of the Company before and after completion of the Placing and the Subscription are summarised as follows:

Shareholder	Shareholding before completion of the Placing and the Subscription and the issue of the Champion Eye Consideration Shares		Shareholding before completion of the Placing and the Subscription and after the issue of the Champion Eye Consideration Shares		Shareholding immediately after completion of the Placing and the Subscription and the issue of the Champion Eye Consideration Shares	
	(Note 6)		(Note 6)		(Note 6)	
	No. of Shares	Approximate %	No. of Shares	Approximate %	No. of Shares	Approximate %
Seller (Note 1)	693,694,553	60.3	693,694,553	59.8	680,194,553	55.0
Dr. Lee Yau Wing Vincent	13,203,000	1.1	13,203,000	1.1	13,203,000	1.1
Dr. Rex Auyeung Pak-kuen (Note 3)	300,000	0.03	300,000	0.03	300,000	0.02
LI Chun Shan (Note 4)	1,036,000	0.1	1,036,000	0.1	1,036,000	0.1
CHAN Chi Leong (Note 3)	3,008,000	0.3	3,008,000	0.3	3,008,000	0.2
<b>Public Shareholders</b>						
Placees under the Placing	-	-	-	-	90,000,000	7.3
Other public shareholders (Note 5)	439,099,317	38.2	447,889,317	38.6	447,889,317	36.2
<b>Total</b>	<b>1,150,340,870</b>	<b>100</b>	<b>1,159,130,870</b>	<b>100</b>	<b>1,235,630,870</b>	<b>100</b>

Notes:

- (1) The Seller is beneficially wholly-owned by Dr. Lam as to 70% and Ms. Li Xiaoting as to 30%. By virtue of the Securities and Futures Ordinance, Dr. Lam is deemed to be interested in the same number of Shares which the Seller is interested in.
- (2) Since the total number of Placing Shares is more than the total number of Subscription Shares, the Seller in effect has sold 13,500,000 Shares in the Placing.
- (3) Representing interest held by spouse.

- (4) Inclusive of interest held by spouse.
- (5) Inclusive of holders of the Champion Eye Consideration Shares.
- (6) Inclusive of an aggregate of 8,790,000 Champion Eye Consideration Shares, which were allotted and issued on 20 January 2022 upon the fulfilment and satisfaction of the conditions precedent to the completion of the acquisition as announced in the Acquisition Announcement. For details, please refer to the Acquisition Announcement of the Company dated 4 January 2022.
- (7) The percentage figures included in the shareholding structures have been subject to rounding adjustment.

By order of the Board  
**C-MER Eye Care Holdings Limited**  
**Dr. LAM Shun Chiu Dennis JP**  
*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 20 January 2022

*As of the date of this announcement, the Board comprises four executive Directors, namely Dr. LAM Shun Chiu Dennis JP, Ms. LI Xiaoting, Dr. LEE Yau Wing Vincent and Mr. LI Chunshan and six independent non-executive Directors, namely, Dr. Rex AUYEUNG Pakkuen, Dr. LI Kwok Tung Donald, Mr. MA Andrew Chiu Cheung, Mr. CHAN Chi Leong, Ms. BENTLEY Annie Liang, and Mr. IP Shu Kwan Stephen.*