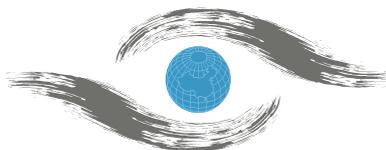


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C-MER 希瑪

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 23 June 2020 and 30 June 2020, respectively.

A total of 68,000,000 Placing Shares have been successfully placed at the Placing Price of HK\$5.80 per Share to no fewer than six (6) independent placees selected and/or procured by or on behalf of 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 independent of and not connected with the Company and its connected persons or any of its respective associates. None of the placees or their ultimate beneficial owners has become a substantial shareholder (as defined under the Listing Rules) 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 30 June 2020. A total of 68,000,000 Subscription Shares (equal to the number of the Placing Shares successfully placed under the Placing) were subscribed by 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\$5.70 for each Subscription Share. The Subscription Shares represent approximately 5.95% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares.

Reference is made to the announcement of C-MER Eye Care Holdings Limited (the “**Company**”) dated 19 June 2020 (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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The Company received total net proceeds from the Subscription (after deducting relevant fees and expenses borne or incurred by the Company) of approximately HK\$387.6 million and intends to use the same for strengthening the financial position of the Group and providing working capital for the Group and/or possible acquisition and/or establishment of eye hospital(s) in the PRC.

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:

| | Shareholding before completion of the Placing and the Subscription | | Shareholding immediately after completion of the Placing but before the Subscription | | Shareholding immediately after completion of the Placing and the Subscription | |
|----------------------------------|--|-------------------------------|--|-------------------------------|---|-------------------------------|
| | Approximate Number of Shares | Approximate % of shareholding | Approximate Number of Shares | Approximate % of shareholding | Approximate Number of Shares | Approximate % of shareholding |
| Seller (<i>Note 1</i>) | 722,696,756 | 67.18% | 654,696,756 | 60.86% | 722,696,756 | 63.19% |
| Dr. LEE Yau Wing Vincent | 12,953,000 | 1.20% | 12,953,000 | 1.20% | 12,953,000 | 1.13% |
| LI Chunshan (<i>Note 2</i>) | 1,036,000 | 0.10% | 1,036,000 | 0.10% | 1,036,000 | 0.09% |
| CHAN Chi Leong (<i>Note 3</i>) | 2,200,000 | 0.20% | 2,200,000 | 0.20% | 2,200,000 | 0.19% |
| Public Shareholders | | | | | | |
| Places under the Placing | – | – | 68,000,000 | 6.32% | 68,000,000 | 5.95% |
| Other public Shareholders | 336,842,221 | 31.32% | 336,842,221 | 31.32% | 336,842,221 | 29.45% |
| Total | 1,075,727,977 | 100% | 1,075,727,977 | 100% | 1,143,727,977 | 100% |

Notes:

- (1) The Seller is beneficially wholly-owned by Dr. LAM Shun Chiu Dennis as to 70% and Ms. LI Xiaoting as to 30%. By virtue of the Securities and Futures Ordinance, Dr. LAM Shun Chiu Dennis is deemed to be interested in the same number of Shares which the Seller is interested in.
- (2) Inclusive of interest held by spouse.
- (3) Representing interest held by spouse.
- (4) 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, 30 June 2020

As at 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 four independent non-executive Directors, namely Dr. LI Kwok Tung Donald, Mr. MA Andrew Chiu Cheung Andrew, Mr. CHAN Chi Leong and Ms. BENTLEY Annie Liang.