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Union Medical Healthcare Limited

香港醫思醫療集團有限公司*

(Incorporated in Cayman Island with limited liability)

(Stock Code: 2138)

DISCLOSEABLE TRANSACTION FIRST TRANCHE COMPLETION OF THE ACQUISITION

Reference is made to the announcement of Union Medical Healthcare Limited (the “**Company**”) dated 14 December 2020 (the “**Announcement**”) in relation to, among others, the acquisition of the Target Company. Capitalised terms used below have the same meanings as defined in the Announcement, unless otherwise defined.

As at the date of the Announcement and First Tranche Completion, the Seller was held as to 50% by the Seller’s Guarantor (i.e. Ms. Leung Yang Shih Ti Marianne (梁楊世嫻)) and 50% by Mr. Leung Fun Shing Vincent (梁訓成) respectively.

The Company is pleased to announce that, as at the date of this announcement, First Tranche Completion took place and the financial statements of the Target Company will be consolidated into the Group.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is a table showing the shareholding structure of the Company (i) immediately before allotment and issue of the Consideration Shares; and (ii) immediately upon the allotment and issue of the Consideration Shares on 4 January 2021:

Shareholders	Immediately before allotment and issue of the Consideration Shares		Immediately upon the allotment and issue of the Consideration Shares	
	<i>Number of shares</i>	<i>%</i>	<i>Number of shares</i>	<i>%</i>
Mr. Tang ¹	728,988,230	70.06	728,988,230	68.74
Core Connected Persons of the Company	39,754,451	3.82	39,754,451	3.75
	768,742,681	73.88	768,742,681	72.49

OrbiMed Asia Partners III, L.P. ²	63,806,686	6.13	63,806,686	6.02
The Seller	-	-	19,907,834	1.88
Other public shareholders	207,999,738	19.99	207,999,738	19.61
	271,806,424	26.12	291,714,258	27.51
Total issued shares	1,040,549,105	100.00	1,060,456,939	100.00

Notes:

1. *Out of the 728,988,230 Shares which Mr. Tang was interested in, (i) 5,103,000 were held by Mr. Tang as the beneficial owner, (ii) 2,654,000 Shares were held by his spouse, Ms. Yau Ming Li, and (iii) 721,231,230 Shares were held by Union Medical Care Holding Limited, a company wholly owned by Mr. Tang.*
2. *According to the information in the disclosure of interests form of OrbiMed Advisors III Limited ("Orbi A III"), Orbi A III holds 100% of the issued share capital of OrbiMed Asia GP III, L.P. ("Orbi A GP"); and OrbiMed Asia Partners III, L.P. is controlled by Orbi A GP. Orbi A III and Orbi A GP were therefore deemed to be interested in the Shares of the Company which are held by OrbiMed Asia Partners III, L.P. under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).*

By Order of the Board of
Union Medical Healthcare Limited
Raymond Siu
Company Secretary

Hong Kong, 6 January 2021

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Tang Chi Fai, Mr. Lee Gabriel, Mr. Lee Heung Wing and Mr. Wong Chi Cheung, and two non-executive Directors, namely Mr. Luk Kun Shing Ben and Dr. Wang Steven Dasong, and three independent non-executive Directors, namely Mr. Ma Ching Nam, Mr. Look Andrew and Mr. Lam Chi Hang Josekin.

**For identification purpose only*