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## **Union Medical Healthcare Limited**

**香港醫思醫療集團有限公司\***

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

**(Stock Code: 2138)**

### **COMPLETION OF ISSUE OF CONVERTIBLE BONDS AND WARRANTS UNDER SPECIFIC MANDATE**

References are made to (i) the circular of Union Medical Healthcare Limited (the “**Company**”) dated 8 January 2021 in relation to the Subscription (the “**Circular**”); and (ii) the announcement of the Company dated 27 January 2021 in relation to the poll results of the EGM. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

#### **COMPLETION OF ISSUE OF CONVERTIBLE BONDS AND WARRANTS**

The Board is pleased to announce that all conditions as set out in the Subscription Agreements have been fulfilled and (i) completion of the issue of the GS Convertible Bonds, the GS Warrants and the GAW Convertible Bonds took place on 5 February 2021 and (ii) completion of the issue of the OrbiMed Convertible Bonds and the OrbiMed Warrants took place on 8 February 2021. The approval for the listing of, and permission to deal in, the Conversion Shares to be issued upon exercise of the Conversion Rights attached to the Convertible Bonds and the Warrant Shares to be issued upon exercise of the Subscription Rights has been granted by the Stock Exchange.

#### **EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY**

As at the date of this announcement, the Company has 1,070,818,303 Shares in issue. Set out below is a table showing the shareholding structure of the Company (i) as at the date of this announcement; (ii) immediately upon the allotment and issue of all Conversion Shares only (assuming there is no change to the share capital and in the shareholding structure of the Company between the date of this announcement and immediately prior to the allotment and issue of the Conversion Shares); (iii) immediately upon the allotment and issue of all Warrant Shares only (assuming there is no change to the share capital and in the shareholding structure of the Company between the date of this announcement and immediately prior to the allotment and issue of the Warrant Shares); and (iv) immediately upon the allotment and issue of all Conversion Shares and all Warrant Shares (assuming that there is no other change to the share capital and in the shareholding structure of the Company between the date of this announcement and immediately prior to the allotment and issue of the Conversion Shares and the Warrant Shares):

Shareholders	As at the date of this announcement		Immediately upon the allotment and issue of all Conversion Shares only		Immediately upon the allotment and issue of all Warrant Shares only		Immediately upon the allotment and issue of all Conversion Shares and all Warrant Shares	
	Number of shares	Approx. %	Number of shares	Approx. %	Number of shares	Approx. %	Number of shares	Approx. %
Mr. Tang <sup>1</sup>	730,538,230	68.22	730,538,230	64.94	730,538,230	65.17	730,538,230	62.17
Core Connected Persons of the Company	69,632,327	6.50	69,632,327	6.19	69,632,327	6.21	69,632,327	5.93
	<b>800,170,557</b>	<b>74.72</b>	<b>800,170,557</b>	<b>71.13</b>	<b>800,170,557</b>	<b>71.38</b>	<b>800,170,557</b>	<b>68.10</b>
OrbiMed Asia Partners III, L.P. <sup>2</sup>	63,806,686	5.96	63,806,686	5.67	63,806,686	5.69	63,806,686	5.43
OrbiMed	-	-	5,483,304	0.49	5,899,513	0.53	11,382,817	0.97
GS	-	-	41,124,780	3.66	44,246,353	3.95	85,371,133	7.27
Gaw	-	-	7,485,604	0.67	-	-	7,485,604	0.64
Other public shareholders	206,841,060	19.32	206,841,060	18.38	206,841,060	18.45	206,841,060	17.59
	<b>270,647,746</b>	<b>25.28</b>	<b>324,741,434</b>	<b>28.87</b>	<b>320,793,612</b>	<b>28.62</b>	<b>374,887,300</b>	<b>31.90</b>
<b>Total issued shares</b>	<b>1,070,818,303</b>	<b>100.00</b>	<b>1,124,911,991</b>	<b>100.00</b>	<b>1,120,964,169</b>	<b>100.00</b>	<b>1,175,057,857</b>	<b>100.00</b>

Notes:

- Out of the 730,538,230 Shares which Mr. Tang was interested in, (i) 5,403,000 Shares were held by Mr. Tang as the beneficial owner, (ii) 3,904,000 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.
- 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 Orbi A GP holds 2% of the issued share capital of OrbiMed Asia Partners III, L.P. Orbi A III and Orbi A GP were therefore deemed to be interested in the Shares which are owned 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  
**Union Medical Healthcare Limited**  
**Raymond Siu**  
Company Secretary

Hong Kong, 8 February 2021

*As at the date of this announcement, the board of Directors comprises four executive Directors, namely Mr. Tang Chi Fai, Mr. Lee Gabriel, Mr. Lee Heung Wing and Mr. Wong Chi Cheung; 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*