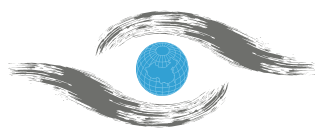


Unless the context requires otherwise, the capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated 29 December 2017 (the “**Prospectus**”) issued by C-MER Eye Care Holdings Limited (the “**Company**”).

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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 Sock: 3309)

FULL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Company announces that the Over-allotment Option has been fully exercised by the Sole Global Coordinator on 18 January 2018 and as a result of which, the Over-allotment Shares, representing 15% of the initial number of the Offer Shares, will be allotted and issued by the Company at the Offer Price of HK\$2.90 per Share (exclusive of brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%).

The net proceeds from the issue of the Over-allotment Shares of HK\$84.0 million will be used by the Company for the purposes set forth in the section headed “Reasons for the Listing, Proposed Use of Net Proceeds from the Global Offering and Expansion Plans” in the Prospectus.

Further announcement will be made by the Company after the end of the stabilization period.

The Company announces that the Over-allotment Option has been fully exercised by the Sole Global Coordinator on 18 January 2018 and as a result of which, 29,550,000 new Shares (the “**Over-allotment Shares**”), representing 15% of the initial number of the Offer Shares (without taking into consideration any Shares that may be issued pursuant to the exercise of the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme and any option that may be granted under the Post-IPO Share Option Scheme), will be allotted and issued by the Company at the Offer Price of HK\$2.90 per Share (exclusive of brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%).

Pursuant to the Stock Borrowing Agreement, the Sole Global Coordinator has borrowed 29,550,000 Shares from C-MER Group to cover over-allocations in the International Offering. The Over-allotment Shares will be used to facilitate the return in full to C-MER Group of the 29,550,000 borrowed Shares.

Approval for the listing of and permission to deal in the Over-allotment Shares has already been granted by the Listing Committee. Listing of and dealings in such Over-Allotment Shares are expected to commence on the Main Board of the Stock Exchange at 9:00 a.m. on 29 January 2018.

The shareholding structure of the Company immediately before and after completion of the allotment and issue of the Over-allotment Shares (without taking into consideration any Shares that may be issued pursuant to the exercise of the options granted under the Pre-IPO Share Option Scheme and any option that may be granted under the Post-IPO Share Option Scheme) is as follows:

	Immediately before completion of the allotment and issue of the Over-allotment Shares		Immediately after completion of the allotment and issue of the Over-allotment Shares	
	<i>Number of Shares</i>	<i>Approximate percentage of the Company's issued share capital</i>	<i>Number of Shares</i>	<i>Approximate percentage of the Company's issued share capital</i>
Shareholders				
C-MER Group	722,696,756	72.27%	722,696,756	70.19%
LAM Tak Kwan	18,749,968	1.87%	18,749,968	1.82%
FAN Yiu Wah	802,427	0.08%	802,427	0.08%
CHEUNG Ming Kuen	281,174	0.03%	281,174	0.03%
WOO Chai Fong	281,174	0.03%	281,174	0.03%
LAU Sau Wah	160,053	0.02%	160,053	0.02%
LEUNG Kwok Ling Ares	160,053	0.02%	160,053	0.02%
WONG Mee Mai Emily	121,121	0.01%	121,121	0.01%
WANG Haibo	2,409,443	0.24%	2,409,443	0.23%
LAU Yiu Nam Johnson	8,030,757	0.80%	8,030,757	0.78%
Robert RITCH	322,268	0.03%	322,268	0.03%
Moyal Pty Ltd Superannuation Fund	802,427	0.08%	802,427	0.08%
Homeway Services Limited	20,075,811	2.01%	20,075,811	1.95%
HKF (Nominees) Limited	20,075,811	2.01%	20,075,811	1.95%
LKF Capital Partners Limited	8,030,757	0.80%	8,030,757	0.78%
Other Shareholders	197,000,000	19.70%	226,550,000	22.00%
Total	1,000,000,000	100%	1,029,550,000	100%

The additional net proceeds of HK\$84.0 million from the issue of the Over-allotment Shares, after deducting the underwriting commission and other expenses relating to the exercise of the Over-allotment Option, will be used by the Company for the purposes set forth in the section headed “Reasons for the Listing, Proposed Use of Net Proceeds from the Global Offering and Expansion Plans” in the Prospectus.

Immediately after completion of the allotment and issue of the Over-allotment Shares, the Company will continue to comply with the public float requirements under Rule 8.08 of the Listing Rules.

A further announcement will be made by the Company at the end of the stabilization period in connection with the Global Offering pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

By order of the Board of Director
C-MER EYE CARE HOLDINGS LIMITED
Dr. LAM Shun Chiu Dennis JP
Chairman

Hong Kong, 18 January 2018

As of the date of this announcement, the executive Directors are Dr. LAM Shun Chiu Dennis JP, Ms. LI Xiaoting, Dr. LEE Yau Wing Vincent and Mr. LI Chunshan; the independent non-executive Directors are Dr. LAU Johnson Yiu-Nam, Dr. LI Kwok Tung Donald SBS JP, Mr. MA Andrew Chiu Cheung, Mr. CHAN Chi Leong and Ms. BENTLEY Annie Liang.