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Chaoju Eye Care Holdings Limited

朝聚眼科醫療控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2219)

**DISCLOSEABLE TRANSACTION
SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCT**

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Reference is made to the announcement of the Company dated November 17, 2021 in relation to the utilisation of certain idle proceeds raised from Global Offering for treasury management. As disclosed, the Company may use its idle IPO Proceeds for the subscription of low-risk short-term wealth management products issued by reputable commercial banks in the PRC or Hong Kong to increase the overall income of the Company while at the same time ensuring that the planned usage of IPO Proceeds will not be affected.

The Board announces that on December 10, 2021, Xiamen Chaoju Group (an indirect wholly-owned subsidiary of the Company) subscribed for Structured Deposit Product in a principal amount of RMB260 million offered by ICBC. The Subscription was funded by the Company's idle IPO Proceeds.

IMPLICATIONS UNDER THE LISTING RULES

As the highest applicable ratio of the Subscription exceeds 5% but is less than 25%, the Subscription constitutes a discloseable transaction of the Company and is hence subject to the reporting and announcement requirements but is exempted from the circular and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

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Structured Deposit Product

The key terms of the Subscription are set out in the tables below.

Date of subscription:	December 10, 2021
Name of the structured deposit product:	ICBC Linked Exchange Rate Interval Accumulative Corporate RMB Structured Deposit Product — Designated Account 2021 No. 362 Type C (中國工商銀行掛鈎匯率區間累計型法人人民幣結構性存款產品 — 專戶型2021年第362期C款)
Parties:	(1) Xiamen Chaoju Group; and (2) ICBC
Principal amount of subscription:	RMB260,000,000
Term of product:	From December 13, 2021 to March 15, 2022
Type of product and risk rating:	Principal-guaranteed with minimum return guaranteed and is regarded as a very low risk product by ICBC
Expected rate of investment return:	1.30% to 2.50%
Investment scope:	The Structured Deposit Product is linked structural deposit. The linked indicator is USD/JPY exchange rate.

REASONS FOR AND BENEFITS OF THE SUBSCRIPTION

The Structured Deposit Product is of very low risk nature with satisfactory liquidity, and the Subscription is carried out by the Company for treasury management purpose in order to enhance the utilisation of and maximize the return on its idle IPO Proceeds. The Subscription was funded by the Company's idle IPO Proceeds. Having taken into consideration the expected timeline for utilisation of the IPO Proceeds, the normal operation funding needs and liquidity needs of the Group, the Group anticipates no substantial funding would be used in a short period of time and a large amount of IPO Proceeds will be left idle. The Board is of the view that the Subscription could make a better use of the financial resources of the Company which are currently idle and generate a source of income to the Company. The Group expects that the Structured Deposit Product will earn a better yield than current deposits generally offered by commercial banks in the PRC while at the same time offer flexibility to the Group in terms of treasury management. Further, the Group has implemented adequate and appropriate internal control procedures to ensure the Subscription would not affect the working capital or the operations of the Group, and that such investment would be closely monitored and conducted in accordance with the Group's treasury policy. As such, the Board is of the view that the terms of the Structured Deposit Product are fair and reasonable, and are on normal commercial terms and the Subscription is in the interests of the Company and the Shareholders as a whole.

INFORMATION ABOUT THE PARTIES

The Group

The Group is a leading ophthalmic medical service group in North China with a strong reputation nationwide. As of the date of this announcement, the Group operated a network of 17 ophthalmic hospitals and 23 optical centers spanning across five provinces or autonomous region in China. The ophthalmic hospitals are specialized in providing ophthalmic services and the optical centers provide a series of optical products and services to satisfy a wide array of requests from customers.

ICBC

ICBC is a joint stock company incorporated in the PRC with limited liability. ICBC and its subsidiaries are principally engaged in the commercial banking business which provides services such as accepting deposits, making loans and offering basic investment products. ICBC is listed on the Stock Exchange (Stock Code: 1398) and the Shanghai Stock Exchange (Stock Code: 601398).

As at the date of this announcement and to the best of the Director's knowledge, information and belief, having made all reasonable enquiries, ICBC and their respective ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined under the Listing Rules).

IMPLICATION UNDER THE LISTING RULES

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DEFINITIONS

In this announcement, unless the context otherwise requires, the following words and expressions shall have the meaning ascribed to them below:

“Board”	the board of Directors
“China” or the “PRC”	the People’s Republic of China, but for the purpose of this announcement and for geographical reference only, references herein to “China” and the “PRC” do not apply to Hong Kong, Macau and Taiwan
“Company” or “the Company”	Chaoju Eye Care Holdings Limited, an exempted company with limited liability incorporated under the laws of the Cayman Islands on May 19, 2020
“Director(s)”	director(s) of the Company
“Global Offering”	the Hong Kong Public Offering and the International Offering (both as defined in the Prospectus)
“Group” or “the Group”	the Company together with its subsidiaries
“ICBC”	Industrial and Commercial Bank of China Limited
“IPO Proceeds”	the proceeds obtained by the Company from the Global Offering
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended or supplemented from time to time
“Prospectus”	the prospectus of the Company published on June 24, 2021
“RMB”	the lawful currency of the PRC
“Share(s)”	ordinary share(s) in the share capital of the Company with nominal value of HK\$0.00025 each
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	the Stock Exchange of Hong Kong Limited

“Structured Deposit Product”	the structured deposit product offered by ICBC and subscribed by the Group, the details of which are set out in this announcement
“Subscription”	subscription of the Structured Deposit Product
“Xiamen Chaoju Group”	Xiamen Chaoju Medical Technology Group Co. Ltd.* (廈門朝聚醫療科技集團有限公司), a limited liability company established under the laws of the PRC on July 15, 2020, an indirect wholly-owned subsidiary of the Company
“%”	per cent

By order of the Board
Chaoju Eye Care Holdings Limited
朝聚眼科醫療控股有限公司
Zhang Bozhou
Chairman

Hong Kong, December 10, 2021

As of the date of this announcement, the Board of Directors of the Company comprises Mr. ZHANG Bozhou as the chairman and executive Director; Ms. ZHANG Xiaoli, Mr. ZHANG Junfeng and Mr. ZHANG Guangdi as executive Directors; Mr. KE Xian, Mr. Richard Chen MAO, Mr. LI Zhen and Ms. ZHANG Wenwen as non-executive Directors; and Mr. HE Mingguang, Ms. GUO Hongyan, Mr. LI Jianbin and Mr. BAO Shan as independent non-executive Directors.

* *The English translation of the Chinese names denoted in this announcement is for illustration purposes only. Should there be any inconsistencies, the Chinese names shall prevail.*