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## **Morimatsu International Holdings Company Limited**

**森松國際控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 2155)**

### **HIGH CONCENTRATION OF SHAREHOLDING**

This announcement is made at the request of the Stock Exchange in respect of the concentration of the shareholding of the Company in the hands of a limited number of Shareholders as at 11 November 2021.

**In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the shares of the Company (the “Shares”) could fluctuate substantially even with a small number of shares traded, and should exercise extreme caution when dealing in the Shares.**

This announcement is made by Morimatsu International Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) at the request of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in respect of the concentration of the shareholding of the Company in the hands of a limited number of shareholders of the Company (the “**Shareholders**”) as at 11 November 2021.

### **HIGH CONCENTRATION OF SHAREHOLDING**

The Company noted that an announcement has been published by the Securities and Futures Commission (the “**SFC**”) on 29 November 2021 (the “**SFC Announcement**”).

As disclosed in the SFC Announcement, the SFC has recently completed an enquiry into the shareholding of the Company. The SFC’s findings suggested that as at 11 November 2021, 17 Shareholders held an aggregate of 219,322,000 Shares, representing 21.14% of the issued Shares. Such shareholding, together with 750,000,000 Shares (representing 72.29% of the issued Shares) held by the controlling Shareholder, represented 93.43% of the issued Shares as at 11 November 2021. Therefore, only 68,178,000 Shares (representing 6.57% of the issued Shares) were held by other Shareholders as at 11 November 2021.

According to the SFC Announcement, as at 11 November 2021, the shareholding structure of the Company was as follows:

	<b>Number of Shares Held</b> <i>(Shares)</i>	<b>% of total number of issued Shares</b> <i>(%)</i>
Morimatsu Industry Co., Ltd ( <i>Note 1</i> )	750,000,000	72.29
6 cornerstone investors ( <i>Note 2</i> )	116,278,000	11.21
A group of 11 Shareholders	103,044,000	9.93
Other Shareholders	68,178,000	6.57
<b>Total</b>	<b>1,037,500,000</b>	<b>100.00</b>

*Note 1:*

Morimatsu Industry Co., Ltd is wholly owned by Morimatsu Holdings Co., Ltd.. Mr. Matsuhisa Terumoto, the chairman and non-executive director of the Company, holds 80% of the voting shares of Morimatsu Holdings Co., Ltd..

*Note 2:*

The 6 cornerstone investors are Huayou HongKong Holding Limited, WuXi Biologics HealthCare Venture, China Universal Asset Management Limited Liability Company, Jingzhirui (Suzhou) Microelectronic Technology Co., Ltd, Hwa-An International Limited and Ms. Zhang Ning. Each of the cornerstone investors has agreed that without the prior written consent of the Company, the sole sponsors and the joint global coordinators, during the period of 6 months following the listing date, it will not dispose of the Shares subscribed by it pursuant to the relevant investment agreement.

As stated in the SFC Announcement:

- (a) The Company was listed on the Main Board of the Stock Exchange of Hong Kong Limited on 28 June 2021 (the “**Listing**”) by way of public offering and placing of a total of 250,000,000 Shares (representing 25% of the enlarged issued share capital) at HK\$2.48 per Share (the “**IPO Price**”).
- (b) At the time of the Listing, the top 25 shareholders held an aggregate of 93.22% of the issued Shares (assuming over-allotment option exercised in full).
- (c) On 15 July 2021, the Company announced that the IPO over-allotment option had been fully exercised in respect of an aggregate of 37,500,000 Shares.
- (d) On the first day of the Listing, the share price closed at HK\$8.90, representing an increase of 258.87% from the IPO Price of HK\$2.48.

- (e) The closing price of the Shares continued to rise and reached a high of HK\$14.70 on 7 July 2021, which was 492.74% higher than the IPO Price.
- (f) Subsequently, the closing price of the Shares retreated 17.01% to close at HK\$12.20 on 11 November 2021.
- (g) During the above period, the Company made the following announcements, amongst others:
- On 20 August 2021, the Company announced the interim results for the 6 months ended 30 June 2021, with a profit of RMB143.53 million, representing a decrease of 31.83% from the same period in 2020; and
  - On 20 August 2021, the Company issued a voluntary announcement, disclosing that it entered into an investment agreement to establish a high-end biopharma equipment manufacturing base in Changshu Economic and Technological Development Zone in Suzhou.
- (h) As of 26 November 2021, the Shares closed at HK\$13.18, which was 431.45% higher than the IPO Price of HK\$2.48.

The board (the “**Board**”) of the directors (the “**Directors**”) of the Company wishes to clarify that the information above is extracted from the SFC Announcement and the Company has not independently verified such information other than (i) the shareholdings held by Morimatsu Industry Co., Ltd and the 6 cornerstone investors based on the latest available disclosure of interests notices filed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (ii) the information set out in paragraphs (a) to (h) above. Please refer to the SFC Announcement for more information.

As of the date of this announcement, the Company has not been informed of the identity of the group of 11 Shareholders as mentioned in the SFC Announcement.

To the best knowledge of the Board and the information above, the Company cannot ascertain if the Company’s securities may or may not have a genuine market.

## **PUBLIC FLOAT**

Based on the information available and to the best knowledge of the Board after making all reasonable enquiries of its connected persons, the Company confirms that not less than 25% of the Company's issued Shares are in the hands of the public as at 11 November 2021 and as at the date of this announcement and the Company is able to comply with the public float requirement under the Rules Governing the Listing of Securities on the Stock Exchange.

**In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the Shares could fluctuate substantially even with a small number of Shares traded, and should exercise extreme caution when dealing in the Shares. Further, as a result of the high concentration of shareholding, the Company's securities may not have a genuine market or its shareholding may have been concentrated in the hands of a few Shareholders.**

By Order of the Board  
**Morimatsu International Holdings Company Limited**  
**Nishimatsu Koei**  
*Chief executive officer and executive Director*

Hong Kong, 29 November 2021

*As of the date of this announcement, the executive Directors are Mr. Nishimatsu Koei, Mr. Hirazawa Jungo, Mr. Tang Weihua, Mr. Sheng Ye and Mr. Kawashima Hirotaka; the non-executive Director is Mr. Matsuhisa Terumoto; and the independent non-executive Directors are Ms. Chan Yuen Sau Kelly, Mr. Kanno Shinichiro and Mr. Yu Jianguo.*