Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The securities mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933 as amended from time to time (the "U.S. Securities Act"). The securities may not be offered or sold in the United States except pursuant to an exemption from the registration requirements of the U.S. Securities Act and in compliance with any applicable state securities laws, or outside the United States unless in compliance with Regulation S under the U.S. Securities Act. There will be no public offer of securities in the United States.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the prospectus dated June 29, 2020 (the "Prospectus") issued by Ocumension Therapeutics (the "Company") for detailed information about the Global Offering described below before deciding whether or not to invest in the Shares thereby being offered. The Company has not been and will not be registered under the U.S. Investment Company Act of 1940, as amended.

Unless otherwise defined in this announcement, capitalized terms used herein shall have the same meanings as those defined in the Prospectus.

In connection with the Global Offering, Morgan Stanley Asia Limited as stabilizing manager (the "Stabilizing Manager"), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if taken, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, and demand for the Shares, and therefore the price of the Shares, could fall.

Potential investors of the Offer Shares should note that the Joint Global Coordinators (for themselves and on behalf of the Hong Kong Underwriters) shall be entitled to terminate their obligations under the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the paragraph headed "Underwriting – Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination" in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on Friday, July 10, 2020).



## **Ocumension Therapeutics**

歐康維視生物

(Incorporated in the Cayman Islands with limited liability)

## GLOBAL OFFERING

**Global Offering** 

Number of Offer Shares under the : 105,930,000 Shares (subject to the Over-

allotment Option)

**Number of Hong Kong Offer Shares Number of International Offer Shares** 

10,593,000 Shares (subject to reallocation) 95,337,000 Shares (subject to reallocation

and the Over-allotment Option)

**Maximum Offer Price** 

HK\$14.66 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.0027%,

and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars

and subject to refund)

Nominal value : US\$0.00001 per Share

Stock code : 1477

**Joint Sponsors** 

Morgan Stanley

Goldman

Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers

Morgan Stanley



The Company has applied to the Listing Committee of the Stock Exchange for the grant of listing of, and permission to deal in, the Shares in issue (including the Shares or conversion of Preferred Shares) and to be issued as described in the Prospectus (including Shares to be issued pursuant to (i) the Global Offering, (ii) the Over-Allotment Option; and (iii) the Employee Stock Option Plan). Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, July 10, 2020. In the event the Over-allotment Option is exercised, an announcement will be made by the Company which will be posted on the website of the Stock Exchange (www.hkexnews.hk) and on the website of the Company (www.ocumension.com).

The Global Offering comprises the Hong Kong Public Offering of initially 10,593,000 Shares (subject to adjustment) representing approximately 10.0% of the total number of Offer Shares initially available under the Global Offering, and the International Offering of initially 95,337,000 Shares (subject to adjustment and the Over-allotment Option) representing 90.0% of the total number of Offer Shares initially available under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed "Structure of the Global Offering" in the Prospectus. In particular, subject to the requirements under Practice Note 18 of the Listing Rules and Guidance Letter HKEX-GL91-18, the Joint Global Coordinators may, at their sole discretion, reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be allocated to the Hong Kong Public Offering following such reallocation shall not exceed 10,593,000 Shares, representing 10% of the Offer Shares initially available under the Global Offering, increasing the total number of Offer Shares available under the Hong Kong Public Offering to 21,186,000 Shares, representing 20% of the Offer Shares and the final Offer Price shall be fixed at the bottom end of the indicative Offer Price range (i.e. HK\$13.16 per Offer Share) stated in the Prospectus.

In connection with the Global Offering and pursuant to International Underwriting Agreement, the Company is expected to grant to the International Underwriters, exercisable by the Joint Global Coordinators (on behalf of the International Underwriters), the Over-allotment Option, exercisable within 30 days from the last day for lodging applications under the Hong Kong Public Offering (the last day for exercise of the Over-allotment Option being the 30th day after last day for lodging applications under the Hong Kong Public Offering) to require the Company to issue and allot up to 15,889,500 additional Offer Shares, representing 15% of the Offer Shares initially available under the Global Offering, at the Offer Price, to cover over-allocations in the International Offering, if any.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS. Investors should seek the advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

The Offer Price will not be more than HK\$14.66 per Offer Share and is currently expected to be not less than HK\$13.16 per Offer Share, unless otherwise announced as further explained in the section headed "Structure of the Global Offering" in the Prospectus. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$14.66 per Offer Share together with brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$14.66 per Offer Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the relevant Application Forms and the designated website (www.eipo.com.hk) for White Form eIPO.

Applicants who wish to have the alloted Hong Kong Offer Shares registered in their own names should either (i) complete and sign the WHITE Application Form; or (ii) submit applications online through the designated website of the White Form eIPO Service Provider at <a href="https://www.eipo.com.hk">www.eipo.com.hk</a> under the White Form eIPO service. Applicants who wish to have the alloted Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should either (i) complete and sign the YELLOW Application Form; or (ii) give electronic application instructions to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, June 29, 2020 till 12:00 noon on Friday, July 3, 2020 (or such later date as may apply as described in the section headed "How to Apply for Hong Kong Offer Shares – Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus) from the addresses of the following Hong Kong Underwriters:

Hong Kong Underwriters	Address
Morgan Stanley Asia Limited	46/F, International Commerce Centre, 1 Austin Road West Kowloon Hong Kong
Goldman Sachs (Asia) L.L.C.	68/F, Cheung Kong Center 2 Queen's Road Central Hong Kong
UBS AG Hong Kong Branch	52/F, Two International Finance Centre 8 Finance Street Central Hong Kong

or any of the designated branches of the receiving bank:

## Bank of China (Hong Kong) Limited

District	<b>Branch Name</b>	Address
Hong Kong Island	Johnston Road Branch	152-158 Johnston Road, Wan Chai, Hong Kong
Kowloon	Wong Tai Sin Branch	Shop G13 & G13A, G/F, Temple Mall South, Wong Tai Sin, Kowloon

District	Branch Name	Address
New Territories	Tuen Mun San Hui Branch	G13-G14 Eldo Court, Heung Sze Wui Road, Tuen Mun, New Territories
	Castle Peak Road (Yuen Long) Branch	162 Castle Peak Road, Yuen Long, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, June 29, 2020 till 12:00 noon on Friday, July 3, 2020 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have **YELLOW** Application Forms and the Prospectus available.

The WHITE or YELLOW Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED - OCUMENSION THERAPEUTICS PUBLIC OFFER" attached, should be deposited in the special collection boxes provided at any of the designated branches of the receiving bank referred to above on such dates and during such time as specified in the Application Forms.

Your WHITE or YELLOW Application Forms can be lodged at the following times on the following dates:

Monday, June 29, 2020 - 9:00 a.m. to 5:00 p.m.

Tuesday, June 30, 2020 - 9:00 a.m. to 5:00 p.m.

Thursday, July 2, 2020 - 9:00 a.m. to 5:00 p.m.

Friday, July 3, 2020 - 9:00 a.m. to 12:00 noon

Applicants may apply online through the **White Form eIPO** by submitting an application through the designated website at <a href="www.eipo.com.hk">www.eipo.com.hk</a> (24 hours daily, except on the last day for applications) from 9:00 a.m. on Monday, June 29, 2020 till 11:30 a.m. on Friday, July 3, 2020 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, July 3, 2020 or such later date as described in the section headed "How to Apply for Hong Kong Offer Shares – Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

```
Monday, June 29, 2020 - 9:00 a.m. to 8:30 p.m.

Tuesday, June 30, 2020 - 8:00 a.m to 8:30 p.m.

Thursday, July 2, 2020 - 8:00 a.m. to 8:30 p.m.

Friday, July 3, 2020 - 8:00 a.m to 12:00 noon
```

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, June 29, 2020 until 12:00 noon on Friday, July 3, 2020 (24 hours daily, except on Friday, July 3, 2020, the last day for applications).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Friday, July 3, 2020 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares – Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Note: These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

The application for the Hong Kong Offer Shares will commence on Monday, June 29, 2020 through Friday, July 3, 2020. The application monies (including the brokerage fees, SFC transaction levy and Stock Exchange trading fee) will be held by the receiving bank and on behalf of the Company after the closing of the application lists and the refund monies, if any, will be returned to the applicants without interest on or before Thursday, July 9, 2020. Investors should be aware that the dealings in the Shares on the Stock Exchange are expected to commence on Friday, July 10, 2020.

Please refer to the sections headed "Structure of the Global Offering" and "How to Apply for Hong Kong Offer Shares" of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Thursday, July 9, 2020 on the Company's website at <a href="https://www.ocumension.com">www.ocumension.com</a> and the website of the Stock Exchange at <a href="https://www.hkexnews.hk">www.hkexnews.hk</a>.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels at the times and date and in the manner specified in the section headed "How to Apply for Hong Kong Offer Shares – 11. Publication of Results" in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$14.66 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with "Structure of the Global Offering – Conditions of the Global Offering" in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker's cashier order will not be cleared.

No temporary documents of title will be issued in respect of the Shares and no receipt will be issued for sums paid on application. Share certificates will only become valid at 8:00 a.m. on Friday, July 10, 2020, provided that the Global Offering has become unconditional and the right of termination described in the "Underwriting" section in the Prospectus has not been exercised. Dealings in the Shares are expected to commence at 9:00 a.m. on Friday, July 10, 2020. The Shares will be traded in board lots of 500 Shares each. The stock code of the Shares is 1477.

This announcement is available for viewing on the website of the Company at <u>www.ocumension.com</u> and the website of the Stock Exchange at <u>www.hkexnews.hk</u>.

By order of the Board
Ocumension Therapeutics
Lian Yong CHEN
Chairman

Hong Kong, Monday, June 29, 2020

As at the date of this announcement, the Board of Directors of the Company comprises Dr. Lian Yong CHEN as Chairman and executive Director, Mr. Ye LIU, Dr. Zhaopeng HU, Dr. Wei LI as executive Directors, Mr. Yanling CAO, Mr. Lefei SUN as non-executive Directors, and Mr. Ting Yuk Anthony WU, Mr. Lianming HE and Mr. Yiran HUANG as independent non-executive Directors.