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CHI CAPITAL HOLDINGS LTD
(Incorporated in the BVI with limited liability)



CMMB VISION HOLDINGS LIMITED
中國移動多媒體廣播控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 471)

JOINT ANNOUNCEMENT

(1) CLOSE OF THE MANDATORY UNCONDITIONAL CASH OFFERS BY



**FOR AND ON BEHALF OF CHI CAPITAL HOLDINGS LTD
TO ACQUIRE ALL THE ISSUED SHARES OF
CMMB VISION HOLDINGS LIMITED AND FOR THE CANCELLATION
OF ALL THE OUTSTANDING OPTIONS OF CMMB VISION HOLDINGS
LIMITED (OTHER THAN THOSE ALREADY OWNED
BY THE OFFEROR AND PARTIES ACTING IN CONCERT WITH IT);**

- (2) RESULTS OF THE OFFERS;**
- (3) SETTLEMENT OF THE OFFERS;**
- (4) LAPSE OF THE OFFER OPTIONS; AND**
- (5) PUBLIC FLOAT OF THE COMPANY**

Joint Financial Advisers to the Offeror



Financial Adviser to the Company



RAINBOW CAPITAL (HK) LIMITED
滋博資本有限公司

Joint Independent Financial Advisers to the Independent Board Committee



References are made to the announcement dated 7 December 2021 and the composite document dated 14 January 2022 (the “**Composite Document**”) jointly published by CMMB Vision Holdings Limited (the “**Company**”) and Chi Capital Holdings Ltd (the “**Offeror**”) in relation to the Offers. Unless otherwise specified, capitalized terms used herein shall have the same meanings as those defined in the Composite Document.

CLOSE OF THE OFFERS

The Offeror and the Company jointly announce that the Offers were closed at 4:00 p.m. on Friday, 4 February 2022 and were not revised or extended by the Offeror.

RESULTS OF THE OFFERS

As at 4:00 p.m. on Friday, 4 February 2022, being the latest time and date for acceptance of the Offers as set out in the Composite Document, the Offeror had received:

- (i) 8 valid acceptances in respect of a total of 152,469 Offer Shares under the Share Offer, representing approximately 0.032% of the entire issued Shares as at the date of this joint announcement; and
- (ii) 3 valid acceptances in respect of a total of 585,000 Offer Options under the Option Offer, representing approximately 31.98% of all the Offer Options as at the date of the Composite Document.

SETTLEMENT OF THE OFFERS

A cheque for the amount due to each of the accepting (i) Independent Shareholders in respect of the Offer Shares tendered under the Share Offer (less seller’s ad valorem stamp duty payable by him/her/it); or (ii) Optionholders in respect of the Options tendered under the Option Offer will be despatched to such Independent Shareholders or the Optionholders, respectively, by ordinary post at his/her/its own risk as soon as possible but in any event within seven (7) Business Days after the date of receipt of all relevant documents to render such acceptance complete and valid by the Registrar in accordance with the Takeovers Code.

The latest date for posting of remittances for the amounts due in respect of valid acceptances received under the Offers will be on Tuesday, 15 February 2022.

LAPSE OF THE OFFER OPTIONS

According to the Share Option Scheme, the Offer Options in respect of which the Option Offer is not accepted will (to the extent not exercised) automatically lapse upon the Closing Date.

Between the commencement of the Offer Period and immediately prior to the close of the Offers, a total of 704,200 Offer Options had been exercised resulting in an allotment and issue of a total of 704,200 Shares as at the close of the Option Offer, the following Offer Options granted under the Share Option Scheme, with the exercise prices as detailed below, have not been exercised or cancelled pursuant to the acceptance of the Option Offer and would automatically lapse on the date of this joint announcement:

Number of Offer Options	Offer Option exercise price (HK\$)
Nil	0.300
540,000	0.275

As at the date of this joint announcement, the Company has no outstanding Options.

SHAREHOLDING STRUCTURE OF THE COMPANY

Immediately after Completion but prior to the commencement of the offer period and the making of the Offers, the Offeror and the Offeror's Concert Parties were interested in (i) 245,428,696 Shares, representing approximately 51.20% of the entire issued Shares; and (ii) 270,000 Options; and (iii) the Convertible Notes.

Immediately after the close of the Offers, and taking into account the 8 valid acceptances in respect of 152,469 Offer Shares and the lapse of 540,000 Offer Options under the Offers, the Offeror and the Offeror's Concert Parties are interested in (i) 245,581,165 Shares, representing approximately 51.15% of the entire issued Shares as at the date of this joint announcement; and (ii) the Convertible Notes.

Save as aforesaid, none of the Offeror or the Offeror's Concert Parties (i) held, controlled or directed any Shares or Options or rights over the Shares immediately before the commencement of the Offer Period; (ii) acquired or agreed to acquire any Shares or Options or other securities of the Company or rights over the Shares during the Offer Period; or (iii) borrowed or lent any Shares or relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period.

Set out below is the shareholding structure of the Company (i) immediately after the Completion but prior to the making of the Offers; and (ii) immediately after the close of the Offers (assuming that the transfer to the Offeror of those Offer Shares acquired by the Offeror under the Share Offer has been completed) and as at the date of this joint announcement:

Shareholders	Immediately after the Completion but prior to the making of the Offers		Immediately after the close of the Offers (assuming that the transfer to the Offeror of those Offer Shares acquired by the Offeror under the Share Offer has been completed) and as at the date of this joint announcement	
	<i>Number of Shares</i>	<i>Approximate shareholding %</i>	<i>Number of Shares</i>	<i>Approximate shareholding %</i>
The Offeror and the Offeror's Concert Parties				
The Offeror	245,428,696	51.20	245,581,165	51.15
Subtotal	245,428,696	51.20	245,581,165	51.15
Other public Shareholders	233,946,164	48.80	234,497,895	48.85
TOTAL (Note)	479,374,860	100.00	480,079,060	100.00

Note:

During the Offer Period, 704,200 new Shares were allotted and issued due to (i) the exercise of 384,200 Options granted under the Share Option Scheme on 31 January 2022 at the exercise price of HK\$0.30 per Share; and (ii) the exercise of 320,000 Options granted under the Share Option Scheme on 31 January 2022 at the exercise price of HK\$0.275 per Share. After taking into account the allotment and issue of the Shares due to the abovementioned exercise in respect of a total of 704,200 Options, a total of 480,079,060 Shares are in issue.

PUBLIC FLOAT OF THE COMPANY

Immediately after the close of the Offers and as at the date of this joint announcement, assuming that the transfer to the Offeror of those Offer Shares acquired by the Offeror under the Share Offer has been completed, a total of 234,497,895 Shares, representing approximately 48.85% of the entire issued Shares, are held by the public (as defined in the Listing Rules).

Accordingly, as at the date of this joint announcement, the Company continues to satisfy the minimum public float requirement under Rule 8.08(1)(a) of the Listing Rules.

For and on behalf of
Chi Capital Holdings Ltd
Wong Chau Chi
Sole Director

By order of the Board
CMMB Vision Holdings Limited
Wong Chau Chi
Chairman

Hong Kong, 4 February 2022

As at the date of this joint announcement, the Board comprises (i) Mr. Wong as the executive Director; (ii) Dr. Liu Hui, Mr. Chou Tsan-Hsiung and Mr. Yang Yi as non-executive Directors; and (iii) Dr. Li Jun, Mr. Chow Kin Wing and Mr. Tam Hon Wah as independent non-executive Directors. The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and the Offeror's Concert Parties), and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinion expressed by the sole director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the sole director of the Offeror is Mr. Wong. The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement, and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.

The English text of this joint announcement shall prevail over its Chinese text.