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**MEDICSKIN HOLDINGS LIMITED**

**密迪斯肌控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 8307)**

## **COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE**

The Board is pleased to announce that the completion of the Subscription took place on 17 September 2018. The net proceeds from the Subscription are approximately HK\$2,678,000, which will be used for the set-up and operation of the Anti-aging Centre or otherwise as general working capital of the Group.

Reference is made to the announcement of the Company dated 26 February 2018 (the “**Announcement**”) in relation to the Subscription of new Shares under General Mandate. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that all conditions precedent under the Subscription Agreement have been fulfilled and the completion of the Subscription took place on 17 September 2018. A total of 5,336,000 Subscription Shares, representing approximately 1.10% of the issued share capital of the Company as at the date of this announcement, have been successfully allotted and issued to the Subscriber at the Subscription Price of HK\$0.53 per Subscription Share.

The net proceeds from the Subscription are approximately HK\$2,678,000, which will be used for the set-up and operation of the Anti-aging Centre or otherwise as general working capital of the Group.

The Subscriber undertakes to and covenants with the Company that the Subscriber shall not, in the period commencing on the Completion Date and ending on the date which is 12 months from the Completion Date, dispose of, nor enter into any agreement to dispose of or otherwise create any encumbrances in respect of any of the Shares which the Subscriber is the beneficial owner, provided that such restrictions shall not apply to any Shares which the Subscriber or any of its associates may acquire or become interested in following the Completion Date.

The Subscription Shares are allotted and issued under the General Mandate granted to the Directors pursuant to an ordinary resolution of the Shareholders passed on 26 July 2017.

The Subscriber is a limited liability company incorporated in Hong Kong. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Subscriber and its beneficial owner(s) are Independent Third Parties prior to the entering into of the

Subscription Agreement.

## EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The following is a summary of the shareholding in the Company (i) before the completion of the Subscription; and (ii) upon completion of the Subscription.

<i>Shareholders</i>	<b>Before completion of the Subscription</b>		<b>Upon completion of the Subscription</b>	
	<i>Number of Shares</i>	<i>approximate %</i>	<i>Number of Shares</i>	<i>approximate %</i>
Topline <sup>1</sup>	274,865,400	57.22	274,865,400	56.59
Rich Unicorn <sup>2</sup>	80,000,000	16.65	80,000,000	16.47
The Subscriber	-	-	5,336,000	1.10
<b>Public Shareholders</b>				
Other public Shareholders	125,534,600	26.13	125,534,600	25.84
<b>Total</b>	<b>480,400,000</b>	<b>100.00</b>	<b>485,736,000</b>	<b>100.00</b>

Notes:

1. *The entire issued share capital of Topline, a company incorporated in BVI with limited liability, is beneficially owned by Dr. Kong Kwok Leung ("Dr. Kong"). Therefore, Dr. Kong is deemed to be interested in all the Shares of the Company held by Topline.*
2. *Rich Unicorn is beneficially owned by Fullshare whose issued shares are listed on the Stock Exchange (stock code: 607). Fullshare is in turn owned as to 46.58% by Magnolia Wealth, a company incorporated in the BVI with limited liability, whose entire issued share capital is beneficially owned by Mr. Ji. In addition, Mr. Ji holds 4.77% of Fullshare directly as the beneficial owner. Therefore, Fullshare, Magnolia Wealth and Mr. Ji are deemed to be interested in all the shares of the Company held by Rich Unicorn.*

By the order of the Board  
**Medicskin Holdings Limited**  
**Dr. Kong Kwok Leung**  
*Chairman and Executive Director*

Hong Kong, 17 September 2018

*As at the date of this announcement, the executive directors are Dr. Kong Kwok Leung, Ms. Tsui Kan, Ms. Kong Chung Wai and Ms. Sin Chui Pik Christine, and the independent non-executive directors are Mr. Chan Cheong Tat, Mr. Lee Ka Lun and Mr. Leung Siu Cheung.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not*

*misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM’s website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the day of its posting. This announcement will also be published on the Company’s website at [www.medic skin.com](http://www.medic skin.com).*