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Vincent Medical Holdings Limited

永勝醫療控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1612)

**INSIDE INFORMATION
MEMORANDUM OF UNDERSTANDING
IN RELATION TO
THE POSSIBLE ACQUISITION OF
THE REMAINING EQUITY INTEREST IN VMHK AND VMDG**

This announcement is made by Vincent Medical Holdings Limited (the “**Company**”) in accordance with Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 25 August 2020 (after trading hours), the Company entered into a memorandum of understanding (the “**MOU**”) with Bayer Medical Care, Inc. (“**Bayer Medical Care**”) whereby the parties agreed to negotiate in good faith and to enter into an agreement (the “**Definitive Share Transfer Agreement**”) within 14 calendar days in respect of the possible acquisition (the “**Possible Acquisition**”) by the Company or its subsidiary of the 1,718,861 shares in Vincent Medical Manufacturing Co., Limited (永勝醫療製品有限公司) (“**VMHK**”), representing approximately 19.90% of its issued shares, and 3.98% equity interest in 東莞永勝醫療製品有限公司 (translated as “Vincent Medical (Dongguan) Mfg. Co. Ltd.”, “**VMDG**”). Both VMHK and VMDG are indirect non-wholly owned subsidiaries of the Company as at the date of this announcement.

The MOU shall take effect from the date of the MOU until the earlier of (i) the date the parties enter into the Definitive Share Transfer Agreement; or (ii) such other period as may be agreed among the Company and Bayer Medical Care. Under the MOU, if the Company and Bayer Medical Care agree to proceed with the Possible Acquisition, the consideration for the Possible Acquisition to be paid by the Company to Bayer Medical Care will be HK\$67,293,604. The MOU does not create any legal right or obligation enforceable by the Company or Bayer Medical Care to proceed with the Possible Acquisition. The Company does not expect that its business relationship with Bayer Medical Care will change in any material respect after the Possible Acquisition if it proceeds.

The Board wishes to emphasise that no binding agreement in relation to the Possible Acquisition has been entered into as at the date of this announcement. As such, the Possible Acquisition may or may not proceed. Shareholders and potential investors are urged to exercise caution when dealing in the securities of the Company. If the Possible Acquisition materialises, it may constitute a notifiable and connected transaction on the part of the Company. Further announcement(s) in respect of the Possible Acquisition will be made by the Company as and when appropriate in accordance with the Listing Rules.

By Order of the Board
Vincent Medical Holdings Limited
Choi Man Shing
Chairman and Executive Director

Hong Kong, 25 August 2020

As at the date of this announcement, the Board comprises Mr. Choi Man Shing, Mr. To Ki Cheung, Mr. Koh Ming Fai and Mr. Fu Kwok Fu as executive Directors, Mr. Guo Pengcheng as a non-executive Director, and Mr. Mok Kwok Cheung Rupert, Mr. Au Yu Chiu Steven and Prof. Yung Kai Leung as independent non-executive Directors.