

*Unless the context requires otherwise, the capitalised terms used in this announcement shall have the same meanings as defined in the prospectus dated 15 December 2020 (the “**Prospectus**”) issued by Raily Aesthetic Medicine International Holdings Limited (the “**Company**”).*

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This announcement is for information purpose 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 carefully for detailed information about the Global Offering before deciding whether or not to invest in the Shares thereby being offered.

*In connection with the Global Offering, Innovax Securities Limited as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilising or maintaining 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 Stabilising Manager, its affiliates or any person acting for it, to conduct any such stabilising action, which, if commenced, will be conducted at the sole and absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilising activity is required to be brought to an end on the 30th day after the last day for the lodging applications under the Hong Kong Public Offering, being 17 January 2021. Such stabilisation action, if commenced, 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 (Cap. 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).*

Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date and is expected to expire on 17 January 2021, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, when no further action may be taken to support the price of the Shares, demand for the Shares, and therefore the price of the Shares, could fall.



Raily Aesthetic Medicine International Holdings Limited

瑞麗醫美國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

- Number of Offer Shares : 342,500,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares : 34,250,000 Shares (subject to re-allocation)
Number of International Placing Shares : 308,250,000 Shares (subject to re-allocation and the Over-allotment Option)
Maximum Offer Price : HK\$0.40 per Offer Share, plus brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full upon application in Hong Kong dollars and subject to refund)
Nominal value : US\$0.01 per Share
Stock code : 2135

Sole Sponsor



Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



Joint Bookrunners and Joint Lead Managers



Joint Lead Managers



The Company has applied to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and the Offer Shares to be issued pursuant to the Global Offering (including the additional Shares which may be issued pursuant to the exercise of the Over-allotment Option, any Shares to be issued under the Capitalisation Issue, and any Shares which may be issued upon exercise of any option granted or may be granted under the Share Option Scheme). Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong

on Monday, 28 December 2020, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Monday, 28 December 2020. In the event the Over-allotment Option is exercised, an announcement will be made by the Company which will be posted on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.ruilizx.com).

The Global Offering comprises the Hong Kong Public Offering which will be offered to the public in Hong Kong of 34,250,000 Offer Shares (subject to re-allocation), representing 10% of the total number of the Offer Shares initially available under the Global Offering, and the International Placing which will be conditionally placed with selected professional, institutional and other investors of 308,250,000 Offer Shares (subject to re-allocation and the Over-allotment Option), representing 90% of the total number of the Offer Shares initially available under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Placing will be subject to re-allocation 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 (on behalf of the Underwriters) may re-allocate, at their sole discretion, the Offer Shares from the International Placing 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 re-allocation is done other than pursuant to Practice Note 18 of the Listing Rules, the total number of Offer Shares that may be allocated to the Hong Kong Public Offering following such re-allocation shall be not more than double the initial allocation to the Hong Kong Public Offering (i.e. 68,500,000 Offer Shares) and the final Offer Price shall be fixed at the bottom end of the indicate price range (i.e. HK\$0.30 per Offer Shares).

In addition, the Company is expected to grant the Over-allotment Option to the Joint Global Coordinators (on behalf of the Underwriters) under the International Underwriting Agreement, pursuant to which the Joint Global Coordinators (on behalf of the International Underwriters) have the right, exercisable at any time from the date of the International Underwriting Agreement until the 30th day from the date of the last day of the lodging applications under the Hong Kong Public Offering, being 17 January 2021, to require the Company to allot and issue up to an aggregate of 51,375,000 additional Shares, representing 15% of the number of the Offer Shares initially available under the Global Offering, at the Offer Price, to cover the over-allocations, if any, in the International Placing.

If the Stock Exchange grants the listing of, and permission to deal in, the Shares on the Stock Exchange and the Company complies 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 HKSCC chooses. Settlement of transactions between Exchange Participants (as defined in the Listing Rules) 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 stockbroker 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\$0.40 per Offer Share and is currently expected to be not less than HK\$0.30 per Offer Share, unless otherwise announced. Applicants under the Hong Kong Public Offering are required to pay, on application, the maximum price of HK\$0.40 per Offer Share plus any brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% payable on each Offer Share, subject to refund if the Offer Price as finally determined is less than HK\$0.40 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.hkeipo.hk) and the IPO APP for HK eIPO White Form.

Applicants who wish to be issued the Hong Kong Offer Shares 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 **HK eIPO White Form** Service Provider at www.hkeipo.hk or through the **IPO APP** (which can be downloaded by searching “**IPO APP**” in App Store or Google Play or downloaded at www.hkeipo.hk/IPOApp or www.tricorglobal.com/IPOApp) under the **HK eIPO White Form** service. Applicants who wish to have the Hong Kong Offer Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant’s stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS 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 Form, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 15 December 2020 till 12:00 noon on Friday, 18 December 2020 (or such later date as may apply as described in the section headed “How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus) from:

1. any of the following addresses of the Joint Global Coordinators:

Innovax Securities Limited

Unit A–C, 20/F, Neich Tower
128 Gloucester Road
Wanchai
Hong Kong

Elstone Securities Limited

Suite 1601–04, 16/F.
West Tower, Shun Tak Centre
168–200 Connaught Road Central
Hong Kong

2. any of the following branches of DBS Bank (Hong Kong) Limited, the receiving bank:

District	Branch name	Address
Hong Kong Island	United Centre Branch	Shops 1015–1018 on 1/F & Shops 2032–2034 on 2/F United Centre, 95 Queensway Admiralty
Kowloon	Nathan Road — SME Banking Centre	2/F, Wofoo Commercial Building 574–576 Nathan Road, Mongkok
New Territories	Sheung Shui Branch	G/F, 5 San Tsoi Street, Sheung Shui

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 15 December 2020 till 12:00 noon on Friday, 18 December 2020 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker.

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 "Ting Hong Nominees Limited — Raily Aesthetic Medicine Public Offer" for the payment should be deposited in the special collection boxes provided at any of the designated branches of the receiving bank listed above at the following times and on the following dates:

Tuesday, 15 December 2020 — 9:00 a.m. to 4:00 p.m.
Wednesday, 16 December 2020 — 9:00 a.m. to 4:00 p.m.
Thursday, 17 December 2020 — 9:00 a.m. to 4:00 p.m.
Friday, 18 December 2020 — 9:00 a.m. to 12:00 noon

To safeguard the health and safety of its employees and customers in light of the rapidly changing novel coronavirus situation in Hong Kong, the receiving bank referred to above may adjust its branch services (including branch operation hours) from time to time. For the latest arrangement on branch services, please refer to the website of the receiving bank at <https://www.dbs.com.hk/personal/default.page>.

Applicants may apply online through the **HK eIPO White Form** by submitting an application through the designated website at www.hkeipo.hk or in the **IPO APP** (24 hours daily, except on Friday, 18 December 2020, the last day for applications) from 9:00 a.m. on Tuesday, 15 December 2020 till 11:30 a.m. on Friday, 18 December 2020 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, 18 December 2020 or such later date as described in the section headed "How to Apply for Hong Kong Offer Shares — 10. 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 *(Note)*:

Tuesday, 15 December 2020 — 9:00 a.m. to 8:30 p.m.
Wednesday, 16 December 2020 — 8:00 a.m. to 8:30 p.m.
Thursday, 17 December 2020 — 8:00 a.m. to 8:30 p.m.
Friday, 18 December 2020 — 8:00 a.m. to 12:00 noon

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, 15 December 2020 until 12:00 noon on Friday, 18 December 2020 (24 hours daily, except on Friday, 18 December 2020, the last day for applications).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Friday, 18 December 2020, the last application day or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

Note: The times in this paragraph 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.

If you are **not a CCASS Investor Participant**, you may instruct your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf.

You will be deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application to the Company, the Joint Global Coordinators and the Hong Kong Share Registrar.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” in 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 Placing, the level of applications in the Hong Kong Public Offering and the basis of allocations of Offer Shares on Thursday, 24 December 2020 on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.ruilizx.com.

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 made 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\$0.40 per Offer Share (excluding brokerage fee, 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 section headed “Structure of the Global Offering — Conditions of the Hong Kong Public Offering” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage fee, 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. Any refund of your application monies will be made on Thursday, 24 December 2020.

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 distributed pursuant to the Global Offering will only become valid at 8:00 a.m. on Monday, 28 December 2020, provided that the Global Offering has become unconditional in all respects and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised. Dealings in the Shares are expected to commence at 9:00 a.m. on Monday, 28 December 2020. The Shares will be traded in board lots of 10,000 Shares each. The stock code of the Shares is 2135.

By order of the Board
Raily Aesthetic Medicine International Holdings Limited
FU Haishu
Chairman and executive Director

Hong Kong, 15 December 2020

As at the date of this announcement, the board of directors of the Company comprises Mr. FU Haishu, Mr. YU Kai and Mr. SONG Jianliang as executive Directors; Mr. XIE Lijun and Ms. FAN Qirui as non-executive Directors; and Mr. CAO Dequan, Ms. YANG Xiaofen and Mr. LIU Teng as independent non-executive Directors.