

# MinterEllison

**To** ASX Market Announcements, Melbourne

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Our Ref BCL AXC 1110501

**Date** 7 September 2015

Number of pages (including this one): 5

**Subject** Jangho Group – Substantial holder notice

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Dear Sir/Madam

We act for Jangho Group Co., Ltd and its wholly owned subsidiaries (**Jangho Group**), including Jangho Health Care Australia Pty Ltd ACN 608 040 802 (**Jangho Health**).

On behalf of the Jangho Group, we attach a substantial holder notice in respect of Jangho Health's off market takeover bid for all the fully paid ordinary voting shares in Vision Eye Institute Limited ACN 098 890 816 in accordance with section 671B(1)(c) of the *Corporations Act 2001* (Cth).

Yours faithfully



**Ben Liu**  
**Partner**



**Alberto Colla**  
**Partner**

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ME 124531254\_1 (W2007)



**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme Vision Eye Institute Limited

ACN/ARSN 098 890 816

**1. Details of substantial holder (1)**

Name Jangho Health Care Australia Pty Ltd ACN 608 040 802 (**Jangho Health**), Jangho Group Co., Ltd (**Jangho**), Golden Acumen Holdings Limited and each person or entity listed in Annexure A (**Jangho Group**).

ACN/ARSN (if applicable)

The holder became a substantial holder on 30/07/2015

**2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary voting shares	35,984,135	35,984,135	19.99%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Golden Acumen Holdings Limited	Relevant interest under section 608(1) of the <i>Corporations Act 2001</i> (Cth)	35,984,135 ordinary voting shares
Jangho	Extension of relevant interest under section 608(3) of the <i>Corporations Act 2001</i>	35,984,135 ordinary voting shares
Jangho Group	Associates under section 12(2)(a) of the <i>Corporations Act 2001</i> (Cth)	35,984,135 ordinary voting shares
Jangho Health	Associates under section 12(2)(a) of the <i>Corporations Act 2001</i> (Cth)	35,984,135 ordinary voting shares

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
The persons listed in Item 3	Golden Acumen Holdings Limited	Golden Acumen Holdings Limited	35,984,135 ordinary voting shares

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)	Class and number of securities
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		Cash	Non-cash	
The persons listed in Item 3	30 July 2015	AUD 33,825,086.90 in total (or AUD 0.94 per share)	Nil	35,984,135 ordinary voting shares

## 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:


Name and ACN/ARSN (if applicable)	Nature of association
Jangho Health and Jangho Grou	Jangho Health and the Jangho Group are associates of each other person listed in Item 3 by virtue of section 12(2)(a) of the <i>Corporations Act 2001</i> (Cth)

## 7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
The persons listed in Item 3	No. 5, Niuhi North 5th Street, Shunyi District, Beijing 101300

## Signature

print name	Alberto Colla, Partner, Minter Ellison	capacity	Authorised by the parties named in paragraph 1 of this notice to sign the notice for and on behalf of each of them
sign here		date	7/09/2015

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown."

Vision Eye Institute Limited ACN 098 890 816

Annexure A

This is Annexure A of 1 page referred to in the Form 603 Notice of initial substantial holder dated 7 September 2015

print name	Alberto Colla, Partner, Minter Ellison	capacity	Authorised by the parties named in Item 1 of this notice to sign the notice for and on behalf of each of them
sign here		date	7/09/2015

Jangho Group

Mr Zai Wang Liu

Jangho Group Co., Ltd

Beijing Jangho Yuan Controlling Co., Ltd

Beijing Jangho Steel Structure Engineering CO., Ltd

Shanghai Jangho Curtain Wall System Engineering CO., Ltd

Guangzhou Jangho Curtain Wall System Engineering CO., Ltd

Dalian Jangho Curtain Wall System Engineering CO., Ltd

Chengdu Jangho Curtain Wall System Engineering CO., Ltd

Beijing Jangho Innovation and Development Investment Management CO., Ltd

Changchun Jangho Curtain Wall Engineering CO., Ltd

Beijing Jangho Curtain Wall System Engineering CO., Ltd

Beijing Jangho Manufacturing CO., Ltd

Beijing Gangyuan Construction and Decoration Engineering CO., Ltd

Beijing Gangyuan Curtain Wall CO., Ltd

Gangyuan Construction and Decoration Hong Kong CO., Ltd

Jangho Curtain Wall Singapore CO., Ltd

Jangho Curtain Wall Malaysia CO., Ltd

Jangho Curtain Wall (India) CO., Ltd

Jangho Curtain Wall Hong Kong CO., Ltd

Jangho Curtain Wall Macau CO., Ltd

Jangho Curtain Wall Vietnam CO., Ltd

Jangho Curtain Wall Indonesia CO., Ltd

Jangho Curtain Wall Chile CO., Ltd

Sundart Group CO., Ltd

Jangho Sundart Controlling CO., Ltd

Golden Acumen Holdings Limited

Peacemark Enterprises Limited

Gloryeld Enterprises Limited

Health Capital Enterprises Limited

Beijing Sundart Innovation and Construction Decoration Engineering CO., Ltd

Sam Leung Design CO., Ltd

Eagle Vision Development Limited

Jangho Health Care Australia Pty Ltd

- (9) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
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