

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

APPENDIX 5
FORMS RELATING TO LISTING
FORM F
GEM
COMPANY INFORMATION SHEET

Case Number: 20180809-I18006-0003

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Company name: KOS International Holdings Limited (高奧士國際控股有限公司)

Stock code (ordinary shares): 8042

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on GEM of the Stock Exchange of Hong Kong Limited (the “Exchange”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 10 October 2018

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 12 October 2018

Name of Sponsor(s): Ever-Long Securities Company Limited

Names of directors:

(please distinguish the status of the directors – Executive, Non-Executive or Independent Non-Executive)

Executive Directors

Mr. Chan Ka Kin Kevin (陳家健)

Mr. Chan Ka On Eddie (陳家安)

Mr. Chan Ka Shing Jackson (陳家成)

Independent Non-Executive Directors

Mr. Tong Kam Piu (唐錦彪)

Mr. Poon Kai Kin (潘啟健)

Mr. Wang Ho Pang (王昊鵬)

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Name(s) of substantial shareholder(s): (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company	Name <i>(Note 2)</i>	Approximate percentage of shareholding (%)	Number of shares <i>(Note 1)</i>
	KJE Limited (“ KJE Ltd ”)	75%	600,000,000 (L)
	Mr. Chan Ka Kin Kevin (“ Kevin Chan ”)	75%	600,000,000 (L)
	Mr. Chan Ka On Eddie (“ Eddie Chan ”)	75%	600,000,000 (L)
	Mr. Chan Ka Shing Jackson (“ Jackson Chan ”)	75%	600,000,000 (L)
	Caiden Holdings Limited (“ Caiden Holdings ”)	75%	600,000,000 (L)
	Mr. Chow Ka Wai Raymond (“ Raymond Chow ”)	75%	600,000,000 (L)

Notes:

(1) The letter “L” denotes a person’s “long position” (as defined under Part XV of the SFO) in such Shares.

(2) As at this information sheet, KJE Ltd was owned as to approximately 33.33% by Mr. Kevin Chan, 33.33% by Mr. Eddie Chan and 33.33% by Mr. Jackson Chan which in turn will hold 450,000,000 Shares, representing 56.25% of total issued share capital of our Company, immediately following completion of the Capitalisation Issue and Share Offer, while Caiden Holdings is wholly-owned by Mr. Raymond Chow which in turn will hold 150,000,000 Shares, representing 18.75% of total issued share capital of our Company, immediately following completion of the Capitalisation Issue and Share Offer. On 18 January 2018, Mr. Kevin Chan, Mr. Eddie Chan, Mr. Jackson Chan and Mr. Raymond Chow executed a deed of concert parties arrangement and they have been and will be acting in concert pursuant to the deed. For the purpose of the GEM Listing Rules, Mr. Kevin Chan, Mr. Eddie Chan, Mr. Jackson Chan, Mr. Raymond Chow, KJE Ltd and Caiden Holdings are a group of controlling shareholders. For details, see “History, Reorganisation and corporate structure – Concert parties arrangement” of the prospectus of the Company dated 28 September 2018.

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company:	N/A
Financial year end date:	31 December
Registered address:	Cricket Square, Hutchins Drive, P.O. Box 2681 Grand Cayman, KY1-1111, Cayman Islands
Head office and principal place of business:	Suites 808-809 & 809A, Ocean Centre No. 5 Canton Road, Tsim Sha Tsui Kowloon, Hong Kong
Web-site address (if applicable):	www.kos-intl.com

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Share registrar: [Principal share registrar and transfer office in the Cayman Islands:](#)
Conyers Trust Company (Cayman) Limited

[Hong Kong branch share registrar:](#)
Tricor Investor Services Limited

Auditors: Deloitte Touche Tohmatsu

B. Business activities

The Company is an investment holding company. The Company together with its subsidiaries (the “**Group**”) are reputable HR services providers in Hong Kong. The Group provides high quality recruitment services and secondment and payroll services to its clients from diversified industries. Under its recruitment services, it identifies, screens, assesses and procures qualified candidates to be employed by its clients generally for positions at all levels, including administrative, executive, managerial and professional. For the Group’s secondment and payroll services, it employs suitable candidates that are either sourced by the Group or its clients and second them to its clients. The Group also assists in providing payroll and other administration services at its clients’ requests.

C. Ordinary shares

Number of ordinary shares in issue: 800,000,000 Shares

Par value of ordinary shares in issue: HK\$0.01

Board lot size (in number of shares): 10,000 Shares

Name of other stock exchange(s) on which ordinary shares are also listed: N/A

D. Warrants

Stock code: N/A

Board lot size: N/A

Expiry date: N/A

Exercise price: N/A

Conversion ratio:
(Not applicable if the warrant is denominated in dollar value of conversion right) N/A

No. of warrants outstanding: N/A

No. of shares falling to be issued upon the exercise of outstanding warrants: N/A

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E. Other securities

Details of any other securities in issue.

(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).

(Please include details of stock code if listed on GEM or the Main Board or the name of any other stock exchange(s) on which such securities are listed).

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

N/A

Responsibility statement

The directors of the Company (the “Directors”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (“the Information”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

Chan Ka Kin Kevin

Chan Ka On Eddie

Chan Ka Shing Jackson

Tong Kam Piu

Poon Kai Kin

Wang Ho Pang

NOTES

- (1) *This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.*
- (2) *Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.*
- (3) *Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.*