



APPENDIX 5

FORMS RELATING TO LISTING

FORM F

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

Case Number: 20150210-I13020-0001

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Company name: Kwan On Holdings Limited 均安控股有限公司

Stock code (ordinary shares): 8305

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on the Growth Enterprise Market (“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 the Growth Enterprise Market 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 16 November 2015.

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 27 March 2015

Name of Sponsor(s): Messis Capital Limited

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

Executive Directors:
Wong Yee Tung, Tony (“Mr. Tony Wong”)
Kwong Wing Kie
Chung Chi Ngong

Independent Non-Executive Directors:
Ho Ho Ming
Lam Sing Kwong, Simon
Chan Chung Kik, Lewis

THE STOCK EXCHANGE OF HONG KONG LIMITED
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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	No. of shares	Approx. % of shareholding
	Twilight Treasure Limited (“ Twilight Treasure ”) (Notes 1 and 2)	332,028,000	34.59
	Success Ally Investments Limited (“ Success Ally ”) (Notes 2 and 3)	332,028,000	34.59
	Fortune Decade Investments Limited (“ Fortune Decade ”) (Notes 1 and 4)	387,972,000	40.41
	Ms. Chiu Gar Man (Note 5)	720,000,000	75.00

Notes:

1. The entire issued share capital of the Company is legally and beneficially owned as to approx. 40.41% by Fortune Decade and as to approx. 34.59% by Twilight Treasure.
2. The entire issued share capital of Twilight Treasure is legally and beneficially owned as to 87.5% by Success Ally and as to 12.5% by Decade Success.
3. The entire issued share capital of Success Ally is legally and beneficially owned by Mr. Tony Wong.
4. The entire issued share capital of Fortune Decade is legally and beneficially owned by Mr. Tony Wong.
5. Ms. Chiu Gar Man is deemed to be interested in the 720,000,000 Shares held by Mr. Tony Wong pursuant to the SFO by virtue of her being the spouse of Mr. Tony Wong.

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 March

Registered address:

PO Box 2681, Grand Cayman, KY1-1111
Cricket Square, Hutchins Drive
Cayman Islands

Head office and principal place of business:

5/F, So Hong Commercial Building
41, 43, 45 & 47 Jervois Street
Hong Kong

Web-site address (if applicable):

<http://www.kwanonconstruction.com>

Share registrar:

Principal Share Registrar and Transfer Office:
Codan Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
Grand Cayman KY1-1111
Cayman Islands

Branch Share Registrar and Transfer Office:
Tricor Investor Services Limited
Level 22, Hopewell Centre
183 Queen’s Road East
Hong Kong

THE STOCK EXCHANGE OF HONG KONG LIMITED
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Auditors: SHINEWING (HK) CPA Limited
43/F., The Lee Gardens, 33 Hysan Avenue, Causeway Bay,
Hong Kong

B. Business activities

(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)

The Company is principally engaged as a main contractor in the provision of (i) waterworks engineering services; (ii) road works and drainage services; (iii) landslip preventive and mitigation works to slopes and retaining walls services; and (iv) building works.

C. Ordinary shares

Number of ordinary shares in issue: 960,000,000

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

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

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

No. of warrants outstanding: N/A

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

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

THE STOCK EXCHANGE OF HONG KONG LIMITED
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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:

Wong Yee Tung, Tony

Kwong Wing Kie

Chung Chi Ngong

Ho Ho Ming

Lam Sing Kwong, Simon

Chan Chung Kik, Lewis

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.*