

**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**

**THE GROWTH ENTERPRISE MARKET (GEM)**

**COMPANY INFORMATION SHEET**

**Case Number:** 20161003-F08307-0002

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**Company name:** Medicskin Holdings Limited (密迪斯肌控股有限公司)

**Stock code (ordinary shares):** 8307

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 25 October 2016.

**A. General**

**Place of incorporation:** Cayman Islands

**Date of initial listing on GEM:** 18 December 2014

**Name of Sponsor(s):** Shenwan Hongyuan Capital (H.K.) Limited (formerly known as "Shenyin Wanguo Capital (H.K.) Limited")

**Names of directors:** *Executive Directors:*  
(*please distinguish the status of the directors*) Dr. KONG Kwok Leung  
- *Executive, Non-Executive or Independent* Mr. LO Kwok Bun  
*Non-Executive*) Ms. KONG Chung Wai

*Independent Non-Executive Directors:*  
Mr. CHAN Cheong Tat  
Mr. LEE Ka Lun  
Mr. LEUNG Siu Cheung

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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 ordinary shares held	Approximate percentage of issued share capital
	Topline Worldwide Limited (" <b>TWL</b> ") (Note 1)	277,000,040	57.66%
	Dr. KONG Kwok Leung (" <b>Dr. Kong</b> ") (Note 2)	277,000,040	57.66%
	Rich Unicorn Holdings Limited (富麒控股有限公司) (" <b>Rich Unicorn</b> ") (Note 3)	80,000,000	16.65%
	Fullshare Holdings Limited (" <b>Fullshare</b> ") (Note 3)	80,000,000	16.65%
	Magnolia Wealth International Limited (" <b>Magnolia Wealth</b> ") (Note 3)	80,000,000	16.65%
	Ji Changqun (" <b>Mr. Ji</b> ") (Note 3)	80,000,000	16.65%

Notes:

1. The entire issued share capital of TWL, a company incorporated in the British Virgin Islands with limited liability, is beneficially owned by Dr. Kong. Therefore, Dr. Kong is deemed to be interested in all the shares of the Company held by TWL.
2. Dr. Kong is a controlling shareholder and an executive director of the Company.
3. The entire issued share capital of Rich Unicorn, a company incorporated in the British Virgin Islands with limited liability, is beneficially owned by Fullshare, a company incorporated in the Cayman Islands with limited liability whose issued shares are listed on The Stock Exchange of Hong Kong Limited (stock code: 607). Fullshare is in turn owned as to 55.97% by Magnolia Wealth, a company incorporated in the British Virgin Islands with limited liability, whose entire issued share capital is beneficially owned by Mr. Ji. Therefore, Fullshare, Magnolia Wealth and Mr. Ji are deemed to be interested in all the shares of the Company held by Rich Unicorn.

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

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Registered address:	PO Box 309 Ugland House Grand Cayman Cayman Islands KY1-1104
Head office and principal place of business:	21st Floor New World Tower II 16-18 Queen's Road Central Hong Kong
Web-site address (if applicable):	<a href="http://www.medisckin.com">www.medisckin.com</a>
Share registrar:	<i>Principal share registrar and transfer office in the Cayman Islands:</i> Maples Fund Services (Cayman) Limited PO Box 1093, Boundary Hall Cricket Square Grand Cayman, KY1-1102 Cayman Islands  <i>Hong Kong branch share registrar and transfer office:</i> Tricor Investor Services Limited Level 22 Hopewell Centre 183 Queen's Road East Hong Kong
Auditors:	Deloitte Touche Tohmatsu 35th Floor, One Pacific Place 88 Queensway Hong Kong

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

The Group is principally engaged in the provision of medical skin care services in Hong Kong that primarily focus on the treatment of skin diseases/problems and/or the improvement of appearance of clients.

**C. Ordinary shares**

Number of ordinary shares in issue:	480,400,000
Par value of ordinary shares in issue:	HK\$0.01
Board lot size (in number of shares):	4,000
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: <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	N/A
No. of warrants outstanding:	N/A

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

**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).

On 17 August 2015, share options to subscribe for an aggregate of 2,000,000 shares were granted pursuant to the share option scheme adopted by the Company on 3 December 2014, at an exercise price of HK\$0.67 per share, subject to acceptance by the grantees. On 13 October 2016, a total of 400,000 shares were allotted to a grantee (other than directors of the Company) who exercised the share options granted to him pursuant to the said share option scheme. As at the date of this company information sheet, share options to subscribe for an aggregate of 1,600,000 shares remain outstanding.

*(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.

**THE STOCK EXCHANGE OF HONG KONG LIMITED**  
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Signed:

Dr. KONG Kwok Leung  
*Executive Director*

Mr. LO Kwok Bun  
*Executive Director*

Ms. KONG Chung Wai  
*Executive Director*

Mr. CHAN Cheong Tat  
*Independent Non-Executive Director*  
By his lawful attorney KONG Chung Wai

Mr. LEE Ka Lun  
*Independent Non-Executive Director*  
By his lawful attorney KONG Chung Wai

Mr. LEUNG Siu Cheung  
*Independent Non-Executive Director*  
By his lawful attorney KONG Chung Wai

**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.*