

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

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Company name: KPA-BM Holdings Limited

Stock code (ordinary shares): 8141

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 18 April 2017.

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 8 October 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
Yip Pak Hung
Wai Yat Kin
Lui Bun Yuen, Danny

Independent non-executive Directors
Lai Pik Chi, Peggy
Lam Chi Wai, Peter
Yeung Kit Ming

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 of shareholder	Capacity / Nature of interest	Number of shares of HK\$0.01 each in the share capital of the Company ("Shares")	Approximate percentage of interests in the Company
Mr. Lui Bun Yuen, Danny ("Mr. Lui") (Notes 1,2)	Beneficial owner; interest in a controlled corporation; interest held jointly with another person	432,000,000	72.0%
Mr. Wai Yat Kin ("Mr. Wai") (Notes 1,3)	Beneficial owner; interest in a controlled corporation; interest held jointly with another person	432,000,000	72.0%
Mr. Yip Pak Hung ("Mr. Yip") (Notes 1,4)	Beneficial owner; interest in a controlled corporation; interest held jointly with another person	432,000,000	72.0%

Ms. Wu Janet ("Ms. Wu") (Notes 5)	Interest of spouse	432,000,000	72.0%
Ms. Lam Suk Lan ("Ms. Lam") (Notes 6)	Interest of spouse	432,000,000	72.0%
Success Wing Investments Limited ("Success Wing") (Notes 7)	Beneficial owner	369,000,000	61.5%

Notes:

1. On 14 July 2015, Mr. Lui, Mr. Wai and Mr. Yip entered into a confirmatory deed to acknowledge and confirm, among other things, that they are parties acting in concert of each of the members of the Group.

2. Shares in which Mr. Lui is interested consist of (i) 9,000,000 Shares (representing approximately 1.5% of the total issued share capital of the Company) held by him as beneficial owner; (ii) 369,000,000 Shares (representing approximately 61.5% of the total issued share capital of the Company) held by Success Wing, a company which is in aggregate owned as to approximately 87.8% by Mr. Lui, Mr. Wai and Mr. Yip, in which Mr. Lui is deemed to be interested under the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) ("SFO"); and (iii) 54,000,000 Shares (representing approximately 9.0% of the total issued share capital of the Company) in which Mr. Lui is deemed to be interested as a result of being a party acting-in-concert with Mr. Wai and Mr. Yip.

3. Shares in which Mr. Wai is interested consist of (i) 27,000,000 Shares (representing approximately 4.5% of the total issued share capital of the Company) held by him as beneficial owner; (ii) 369,000,000 Shares (representing approximately 61.5% of the total issued share capital of the Company) held by Success Wing, a company which is in aggregate owned as to approximately 87.8% by Mr. Lui, Mr. Wai and Mr. Yip, in which Mr. Wai is deemed to be interested under the SFO; and (iii) 36,000,000 Shares (representing approximately 6.0% of the total issued share capital of the Company) in which Mr. Wai is deemed to be interested as a result of being a party acting-in-concert with Mr. Lui and Mr. Yip.

4. Shares in which Mr. Yip is interested consist of (i) 27,000,000 Shares (representing approximately 4.5% of the total issued share capital of the Company) held by him as beneficial owner; (ii) 369,000,000 Shares (representing approximately 61.5% of the total issued share capital of the Company) held by Success Wing, a company which is in aggregate owned as to approximately 87.8% by Mr. Lui, Mr. Wai and Mr. Yip, in which Mr. Yip is deemed to be interested under the SFO; and (iii) 36,000,000 Shares (representing approximately 6.0% of the total issued share capital of the Company) in which Mr. Yip is deemed to be interested as a result of being a party acting-in-concert with Mr. Lui and Mr. Wai.

5. Ms. Wu is the spouse of Mr. Wai and is deemed, or taken to be, interested in all Shares in which Mr. Wai has interest in under the SFO.

6. Ms. Lam is the spouse of Mr. Yip and is deemed, or taken to be, interested in all Shares in which Mr. Yip has interest in under the SFO.

7. Success Wing is a registered owner holding 61.50% shareholding interest in the Company. The issued share capital of Success Wing is owned as to approximately 29.3% by Mr. Lui, approximately 29.3% by Mr. Wai, approximately 29.3% by Mr. Yip, approximately 9.0% by Mr. Liu Yuen Wai and approximately 3.2% by Mr. Chan Chi Ming.

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: P.O. Box 1350
Clifton House
75 Fort Street
Grand Cayman KY1-1108
Cayman Islands

Head office and principal place of business: 1907 to 1915, The Octagon
6 Sha Tsui Road, Tsuen Wan
New Territories
Hong Kong

Web-site address (if applicable): www.kpa-bm.com.hk

Share registrar: **Principal share registrar and transfer office in the Cayman Islands**
Appleby Trust (Cayman) Ltd.
P.O. Box 1350
Clifton House
75 Fort Street
Grand Cayman KY1-1108
Cayman Islands

Hong Kong Branch share registrar and transfer office
Tricor Investor Services Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong

Auditors: **BDO Limited**
25th Floor
Wing On Centre
111 Connaught Road Central
Hong Kong

B. Business activities

The Company (together with its subsidiaries) is principally engaged in (i) the provision of structural engineering works with a focus on design and build projects in Hong Kong; and (ii) trading of building material products predominately in Hong Kong

C. Ordinary shares

Number of ordinary shares in issue: 600,000,000

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

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:

Yip Pak Hung

Wai Yat Kin

Lui Bun Yuen, Danny

Lai Pik Chi, Peggy

Lam Chi Wai, Peter

Yeung Kit Ming

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.*