

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:** _____

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

Company name: Expert Systems Holdings Limited

Stock code (ordinary shares): 8319

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 16 September 2022.....

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 12 April 2016

Name of Sponsor(s): BOSC International Company Limited

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

Executive Directors
Lau Wai Kwok
Chan Kin Mei Stanley
Lau Tsz Yan
So Cheuk Wah Benton

Non-executive Directors
Wong Chu Kee Daniel
Chu Siu Sum Alex

Independent non-executive Directors
Au Yu Chiu Steven
Ko Man Fu
Mak Wai Sing

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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	Number of Shares Held	Number of Underlying Shares Held Under Share Options	Number of Underlying Shares Held Under Convertible Bonds	Total Number of Shares Interested	Approximate Percentage of Shareholding (%)*
	Mr. Chu Siu Sum Alex	226,890,000	500,000	450,000,000	677,390,000	84.3%
	Mr. Lau Wai Kwok	100,000,000	2,000,000	-	102,000,000	12.7%
	Mr. Mok Chu Leung Terry	91,800,000	-	-	91,800,000	11.4%
	Mr. Cheung Nap Kai	89,760,000	-	-	89,760,000	11.2%
	Mr. Wong Chu Kee Daniel	53,300,000	500,000	-	53,800,000	6.7%

* The approximate percentage is calculated based on the total number of issued shares as at the date hereof (i.e. 803,280,000 shares).

Note: Mr. Chu Siu Sum Alex, Mr. Lau Wai Kwok, Mr. Mok Chu Leung Terry, Mr. Cheung Nap Kai and Mr. Wong Chu Kee Daniel, collectively are the controlling shareholders of the Company.

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:

Second Floor, Century Yard
Cricket Square
P.O. Box 902
Grand Cayman, KY1-1103
Cayman Islands

Head office and principal place of business:

22/F, Yen Sheng Centre
64 Hoi Yuen Road
Kwun Tong, Kowloon
Hong Kong

Web-site address (if applicable):

www.expertsystems.com.hk

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Share registrar: Principal Share Registrar
Tricor Services (Cayman Islands) Limited
Second Floor, Century Yard
Cricket Square
P.O. Box 902
Grand Cayman KY1-1103
Cayman Islands

Hong Kong Branch Share Registrar and Transfer Office
Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

Auditors: BDO Limited

B. Business activities

The Company and its subsidiaries are principally engaged in the provision of IT infrastructure solutions and IT infrastructure management services in the Greater China Area (i.e. Hong Kong, Macau, Taiwan and all other parts of the People's Republic of China) and the Asia-Pacific region (including Japan, Korea, Singapore, Malaysia and Australia).

C. Ordinary shares

Number of ordinary shares in issue: 803,280,000

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

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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).

As of the date hereof, 11,920,000 share options with exercise price of HK\$0.111 per share granted under the share option scheme of the Company adopted on 15 March 2016 remain outstanding.

As of the date hereof, convertible bonds with an aggregate principal amount of HK\$75,600,000 convertible into ordinary shares of the Company at the holder's option at a conversion price of HK\$0.168 per share remain outstanding.

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.

Submitted by: Lau Siu Ki Kevin
(Name)

Title: Company Secretary
(Director, secretary or other duly authorised officer)

NOTE

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 as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.