

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:** Victory Securities (Holdings) Company Limited

**Stock code (ordinary shares):** 8540

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 25 September 2023.....

**A. General**

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 16 July 2018

Name of Sponsor(s): N/A

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

Executive Directors  
Ms. Kou Kuen  
Mr. Chiu Che Leung Stephen  
Mr. Chan Pui Chuen

Non-Executive Director  
Mr. Chan Ying Kit

Independent Non-Executive Directors  
Mr. Ying Wing Ho  
Mr. Liu Chun Ning Wilfred  
Dr. Yan Ka Shing

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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 of HK\$0.01 each in the share capital of the Company (the "Shares")	Approximate percentage of issued Shares
Dr. TT Kou's Family Company Limited ("DTTKF")	80,193,750	40.09%
Ms. Kou Kuen (Note 1)	28,476,000	14.24%
Mr. Chan Ying Kit (Notes 1 & 2)	108,669,750	54.32%

Note 1: DTTKF is the registered owner of 80,193,750 shares, representing 40.09% of the issued share capital of the Company. DTTKF is owned by Ms. Kou Kuen, Mr. Chan Pui Chuen, Mr. Chan Ying Kit, Mr. Ko Yuen Kwan and Mr. Ko Yuen Fai in the proportion of approximately 78.89%, 6.86%, 9.34%, 3.66% and 1.25%, respectively. Accordingly, Ms. Kou Kuen is deemed to be interested in all shares held by DTTKF under the Securities and Futures Ordinance ("SFO").

Note 2: Mr. Chan Ying Kit is the spouse of Ms. Kou Kuen. Under the SFO, Mr. Chan Ying Kit is deemed to be interested in the same number of shares in which Ms. Kou Kuen is interested.

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:

Windward 3, Regatta Office Park, PO Box 1350 Grand Cayman, KY1-1108, Cayman Islands

Head office and principal place of business:

Room 1101-03, 11th Floor, Yardley Commercial Building, 3 Connaught Road West, Hong Kong

Web-site address (if applicable):

[www.victorysec.com.hk](http://www.victorysec.com.hk)

Share registrar:

**Principal share registrar and transfer office in the Cayman Islands**

Ocorian Trust (Cayman) Limited  
Windward 3, Regatta Office Park,  
PO Box 1350  
Grand Cayman, KY1-1108,  
Cayman Islands

**Hong Kong share registrar**

Union Registrars Limited  
Suites 3301-04, 33/F.,  
Two Chinachem Exchange Square,  
338 King's Road, North Point,  
Hong Kong

Auditors:

**Ernst & Young**

Certified Public Accountants  
27/F, One Taikoo Place, 979 King's Road  
Quarry Bay, Hong Kong  
Registered Public Interest Entity Auditor

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**B. Business activities**

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

The Group principally engaged in the provision of securities broking services. Along with its subsidiaries, the Company operate its business through five segments:

- (i) The Securities Broking Services segment offers securities/futures/insurance policies broking services, placing and underwriting services and advising on securities services;
- (ii) The Financing Services segment involves in the provision of margin financing and short-term initial public offering (IPO) financing services;
- (iii) The Asset Management Services segment offers asset management services on a discretionary account basis;
- (iv) The Financial Advisory Services segment provides professional financial advisory services for clients; and
- (v) The Insurance Consultancy Services.

Under the licensing conditions imposed on the license of Victory Securities Company Limited (“**Victory Securities (HK)**”), (a company incorporated in Hong Kong with limited liability and a licensed corporation under the SFO to engage in Type 1 (dealing in securities), Type 2 (dealing in futures contracts), Type 4 (advising on securities) and Type 9 (asset management) regulated activities (as defined under the SFO), and an indirect wholly-owned subsidiary of the Company by the Securities and Futures Commission (the “**SFC**”) on 10 October 2022, Victory Securities (HK) is qualified to provide (i) virtual asset dealing services under an omnibus account arrangement; (ii) virtual asset dealing services by way of introducing eligible clients to licensed virtual asset platforms for direct trading; (iii) market and distribute of virtual asset-related private funds to eligible clients; (iv) securities brokerage services to eligible clients with respect to virtual asset-related exchange traded funds (including exchange-traded virtual asset derivative funds) and (v) virtual asset advisory services. On 21 March 2023, Victory Securities (HK) also secured consent from the SFC to manage portfolios that invest in virtual assets, subject to compliance with the SFC’s “Proforma Terms and Conditions for Licensed Corporations which Manage Portfolios that Invest in Virtual Assets”.

**C. Ordinary shares**

Number of ordinary shares in issue: 200,420,000

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

Board lot size (in number of shares): 2,000

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:  
*(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

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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.

Submitted by: Kong Yan Yue  
(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.*