
DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

In this document, unless the context otherwise requires, the following expressions have the following meanings.

“Acting in Concert Confirmation”	the confirmation dated 7 September 2017 executed by Mr. Ang, Mr. Ong and Mr. Koh, our Controlling Shareholders, whereby they confirmed their acting in concert arrangements. For details, please refer to the section headed “Relationship with Controlling Shareholders”
“ACMV”	air conditioning and mechanical ventilation
[REDACTED]	[REDACTED]
“Articles” or “Articles of Association”	the amended and restated articles of association of our Company adopted on 15 March 2018, a summary of which is set out in Appendix III to this document, and as amended from time to time
“associate(s)”	has the meaning ascribed thereto it under the Listing Rules
“Audit Committee”	the audit committee of the Board
“BCA”	the Building and Construction Authority of Singapore, an agency under the Ministry of National Development of the Singapore Government
“bizSAFE”	a five-step programme to assist companies to build up their workplace safety and health capabilities in order to achieve quantum improvements in safety and health standards at the workplace, and organised under the Workplace Safety and Health Council of Singapore Government
“Board” or “Board of Directors”	the board of Directors of our Company
[REDACTED]	[REDACTED]
“Business Day” or “business day”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
“BVI”	the British Virgin Islands

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“CAGR”	compounded annual growth rate
“Capitalisation Issue”	the allotment and issue of [REDACTED] new Shares to be made upon capitalisation of certain sums standing to the credit of the share premium account of our Company as referred to in the paragraph headed “Further Information about our Company and its Subsidiaries – 3. Resolutions in writing of the then sole Shareholder passed on 15 March 2018” in Appendix IV to this document
[REDACTED]	[REDACTED]
“Central Provident Fund” or “CPF”	Central Provident Fund of Singapore, which is a comprehensive social security system that enables working Singapore citizens and permanent residents to set aside funds for retirement
“close associate(s)”	has the meaning ascribed to it under the Listing Rules
“Companies Law” or “Cayman Companies Law”	the Companies Law (as revised) of the Cayman Islands, as amended, modified and supplemented from time to time
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, modified and supplemented from time to time
“Companies (WUMP) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, modified and supplemented from time to time

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“Company” or “our Company”	HKE Holdings Limited, an exempted company incorporated in the Cayman Islands with limited liability on 18 August 2017 and registered as a non-Hong Kong company under Part 16 of the Companies Ordinance on 13 October 2017
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction”	has the meaning ascribed to it under the Listing Rules
“Contractors Registration System” or “CRS”	the Contractors Registration System administered by the BCA, which serves the construction and construction-related procurement needs of the public sector including Singapore Government ministries and statutory boards, under which, registration is required if companies wishing to participate in construction tenders or as subcontractors for the public sector
“Controlling Shareholders”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, means Mr. Ang, Mr. Ong, Mr. Koh and Skylight Illumination
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Corporate Governance Code”	the Corporate Governance Code as set out in Appendix 14 to the Listing Rules
“CW01”	one of the construction workheads classified under the Contractors Registration System where the title of the CW01 workhead is “General Building” and it refers to a range of general building works as further set forth in the section headed “Regulatory overview” in this document
“Deed of Indemnity”	the deed of indemnity dated 15 March 2018 given by our Controlling Shareholders in favour of our Company regarding certain indemnities, details of which are set out in the paragraph headed “Other Information – 2. Tax and other indemnities” in Appendix IV to this document

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“Deed of Non-Competition”	the deed of non-competition dated 15 March 2018 given by our Controlling Shareholders in favour of our Company regarding certain non-competition undertakings, details of which are set out in the section headed “Relationship with Controlling Shareholders – Deed of Non-competition” in this document
“Director(s)” or “our Director(s)”	the director(s) of our Company
“FSSD”	Fire Safety and Shelter Department of the Singapore Government
“FY2014/15”	the financial year ended 30 June 2015
“FY2015/16”	the financial year ended 30 June 2016
“FY2016/17”	the financial year ended 30 June 2017
“FY2017/18”	the financial year ending 30 June 2018
“GB Licence(s)”	general builder licence(s) issued by the BCA under the Licensing of Builders Scheme, details of which are set forth in the section headed “Regulatory Overview” in this document
“GB1 Licence”	GB1 Licence refers to Class 1 General Builder Licence and a builder with such a licence is allowed to undertake projects of unlimited value
“GB2 Licence”	GB2 Licence refers to Class 2 General Builder Licence and a builder with such a licence is restricted to undertake projects of S\$6 million or less
“Group”, “we”, “us” or “our Group”	our Company and our subsidiaries at the relevant time or, where the context otherwise requires, in respect of the period prior to our Company becoming the holding company of our present subsidiaries, our present subsidiaries and the businesses operated by such subsidiaries or their predecessors (as the case may be)

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“high density interlocking blocks”	concrete blocks manufactured in an interlocking design used for radiation shielding
“HK\$” or “HK dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“HKFRSs”	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
“HKSCC”	Hong Kong Securities Clearing Company Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“Hong Kong”, “HKSAR” or “HK”	the Hong Kong Special Administrative Region of the PRC
[REDACTED]	[REDACTED]
“Hwa Koon”	Hwa Koon Engineering Pte Ltd, an exempt private company limited by shares incorporated in Singapore on 5 April 1994 and prior to the Reorganisation owned as to 51% by Mr. Ang, 34% by Mr. Ong and 15% by Mr. Koh, and upon completion of the Reorganisation indirectly wholly-owned by our Company
“IFRSs”	International Financial Reporting Standards
“independent third party(ies)”	an individual(s) or a company(ies) who or which is/are independent and not connected with (within the meaning of the Listing Rules) any of our Directors, chief executive, substantial Shareholders of our Company or any of its subsidiaries, or any of their respective associates
“Ipsos”	Ipsos Pte. Ltd., an independent market research agency, which is an independent third party
“Ipsos Report”	a market research report commissioned by us and prepared by Ipsos on the overview of the industry in which our Group operates

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“ISO”	an acronym for a series of quality management and quality assurance standards published by International Organisation for Standardization, a non-government organization based in Geneva, Switzerland, for assessing the quality systems of business organisations
“ISO 9001”	a quality management system standard that is based on a number of quality management principles including a strong customer focus, the motivation and implication of top management, the process approach and continual improvement
“ISO 9001:2008”	the 2008 version of the ISO 9001 standard
“ISO 14001”	an environmental management system standard that maps out a framework that a company or organisation can follow to set up an effective environmental management system, to provide assurance to company management and employees as well as external stakeholders that environmental impact is being measured and improved
“ISO 14001:2004”	the 2004 version of the ISO 14001 standard
“Latest Practicable Date”	23 February 2018, being the latest practicable date prior to the printing of this document for the purpose of ascertaining certain information in this document prior to its publication
“Licensing of Builders Scheme”	the Licensing of Builders Scheme administered by the Building and Construction Authority of Singapore, which aims to raise professionalism among builders by requiring them to meet minimum standards of management, safety record and financial solvency
[REDACTED]	[REDACTED]
“Listing Committee”	the Listing Committee of the Stock Exchange
[REDACTED]	[REDACTED]

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“Listing Rules”	the Rules Governing the Listing of Securities on the Main Board of the Stock Exchange, as amended, modified and supplemented from time to time
“Main Board”	the Main Board of the Stock Exchange
“M&E”	mechanical and electrical
“ME01”	one of the mechanical and electrical workheads classified under the Contractors Registration System, where the title of the ME01 workhead is “Air-conditioning, Refrigeration and Ventilation Works” and it refers to the installation, commissioning, maintenance and repairs of air-conditioning, refrigeration, cold rooms, and ventilation systems; further details of which are set forth in the section headed “Regulatory Overview” in this document
“ME11”	one of the mechanical and electrical workheads classified under the Contractors Registration System, where the title of the ME11 workhead is “Mechanical Engineering” and it refers to the installation, commissioning, maintenance and repair of mechanical plant, machinery and systems, and includes the installation and maintenance of power generation and turbine systems; further details of which are set forth in the section headed “Regulatory Overview” in this document
“Memorandum” or “Memorandum of Association”	the amended and restated memorandum of association of our Company adopted on 15 March 2018, a summary of which is set out in Appendix III to this document, and as amended from time to time
“MOM”	Ministry of Manpower of the Singapore Government
“Mr. Ang” or “Mr. KM Ang”	Mr. Ang Kong Meng (洪坤明), our non-executive Director, chairman of our Board and one of our Controlling Shareholders
“Mr. Koh”	Mr. Koh Lee Huat (許利發), our executive Director, our chief executive officer and one of our Controlling Shareholders

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“Mr. Ong” or “Mr. Ryan Ong”	Mr. Ryan Ong Wei Liang (王威量), our executive Director and one of our Controlling Shareholders
“NAS”	an acronym for North Asian Sources countries, which include countries such as Hong Kong (holders of HKSAR passports), Macau, South Korea and Taiwan
“Nomination Committee”	the nomination committee of the Board
“NTS”	an acronym for Non-Traditional Sources countries, which include countries such as India, Sri Lanka, Thailand, Bangladesh, Myanmar and Philippines
[REDACTED]	[REDACTED]
“OHSAS 18001”	an international standard setting out requirements for an occupational health and safety management system developed for managing the occupational health and safety risks associated with a business
“OHSAS 18001:2007”	the 2007 version of the OHSAS 18001 standard
“Philosophy Global”	Philosophy Global Limited, a company incorporated in the BVI on 29 May 2017 with liability limited by shares, and owned as to 51% by Mr. Ang, 34% by Mr. Ong and 15% by Mr. Koh prior to the completion of the Reorganisation, and upon completion of the Reorganisation directly wholly-owned by our Company
[REDACTED]	[REDACTED]

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[REDACTED]

[REDACTED]

“PRC”

the People’s Republic of China, which for the purpose of this document, shall exclude Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan

“Predecessor Companies Ordinance”

the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) as in force from time to time before 3 March 2014

[REDACTED]

[REDACTED]

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[REDACTED]	[REDACTED]
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration Committee”	the remuneration committee of the Board
“Reorganisation”	the corporate reorganisation of our Group in preparation for the [REDACTED] as described in the paragraph headed “History, Development and Reorganisation – Reorganisation” in this document
“RPNSD”	the Radiation Protection and Nuclear Science Department of the Singapore Government
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) with par value of HK\$0.01 each in the share capital of our Company
“Shareholder(s)”	holder(s) of the Share(s)
[REDACTED]	[REDACTED]

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“Share Option Scheme”	the share option scheme conditionally adopted by our Company on 15 March 2018, the principal terms of which are summarised in the paragraph headed “Other Information – 1. Share Option Scheme” in Appendix IV to this document
“Siemens Group”	collectively, Siemens Healthcare Pte. Ltd. and Siemens Pte. Ltd., both of which are subsidiaries of Siemens AG, the shares of which are listed on the Frankfurt Stock Exchange, and which together were our Group’s major customer during the Track Record Period
“Singapore”	the Republic of Singapore
“Singapore dollars” or “S\$”	Singapore dollars, the lawful currency of Singapore
“Singapore Government”	the government of Singapore
“Singapore Legal Adviser”	Shook Lin & Bok LLP, the legal adviser to our Company as to Singapore laws
“Skylight Illumination”	Skylight Illumination Limited, a company incorporated in the BVI on 29 May 2017 with liability limited by shares and owned by as to 51% by Mr. Ang, 34% by Mr. Ong and 15% by Mr. Koh
“Sponsor”	Dakin Capital Limited, the sponsor to our Company’s application for the [REDACTED] and a licensed corporation under the SFO to engage in type 6 (advising on corporate finance) regulated activity
“sq.ft.”	square foot
“sq.m.”	square metre
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“substantial Shareholder”	has the meaning ascribed to it under the Listing Rules and details of our substantial Shareholders are set out in the section headed “Substantial Shareholders” in this document

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“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	FY2014/15, FY2015/16, FY2016/17 and the three months ended 30 September 2017
“turnkey solutions project”	our integrated design and building project which comprises (i) preparation and consultation on building design and specifications including in particular those involving irradiating medical equipment; (ii) performance of building works (mainly including radiation shielding works, M&E works and fitting-out works); and (iii) assisting to obtain statutory approvals and certifications for the building works
[REDACTED]	[REDACTED]
“United States” or “U.S.”	the United States of America
“U.S. Securities Act”	United States Securities Act of 1933, as amended, modified and supplemented from time to time
“US\$” or “US dollars”	United States dollars, the lawful currency of the United States of America
[REDACTED]	[REDACTED]
“workheads”	work categories as sub-classified under the seven major categories of registration under the Contractors Registration System in Singapore; further details of which are set forth in the section headed “Regulatory overview” in this document

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[REDACTED]

[REDACTED]

“%”

per cent