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*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Shares or other securities of KOS International Holdings Limited (the “**Company**”). Potential investors should read the prospectus dated 28 September 2018 (the “**Prospectus**”) issued by the Company carefully for detailed information about the Company and the Share Offer described below before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Share Offer should be taken solely in reliance on information provided in the Prospectus.*

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus.

*This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for any securities of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investments of any kind. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or any state securities laws of the United States. The securities may not be offered or sold, pledged or transferred within the United States except pursuant to registration or an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There will not and is not currently intended to be any public offer of securities of the Company in the United States. The Offer Shares are being offered and sold outside the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.*

Prospective investors of the Offer Shares should note that the Sole Bookrunner (for itself and on behalf of the Underwriters) is entitled to terminate the obligations of the Underwriters under the Underwriting Agreements by notice in writing to the Company given by the Sole Bookrunner (for itself and on behalf of the Underwriters) upon the occurrence of any of the events set out under the paragraph headed “Grounds for termination” under the section headed “Underwriting” in the Prospectus, at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date. Should the Sole Bookrunner (for itself and on behalf of the Underwriters) terminate the obligations of the Underwriters under the Underwriting Agreements in accordance with the terms of the Underwriting Agreements, the Share Offer will not proceed and will lapse.



KOS International Holdings Limited
高奧士國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

**LISTING ON GEM OF
THE STOCK EXCHANGE OF HONG KONG LIMITED
BY WAY OF SHARE OFFER**

Number of Offer Shares	:	200,000,000 Shares (subject to the Offer Size Adjustment Option)
Number of Public Offer Shares	:	20,000,000 Shares (subject to reallocation)
Number of Placing Shares	:	180,000,000 Shares (subject to reallocation and the Offer Size Adjustment Option)
Offer Price	:	Not more than HK\$0.4 per Offer Share and expected to be not less than HK\$0.3 per Offer Share plus brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application and subject to refund)
Nominal value	:	HK\$0.01 per Share
Stock code	:	8042

Sole Sponsor



長雄證券有限公司
EVER-LONG SECURITIES COMPANY LIMITED

Sole Bookrunner



Pacific Foundation Securities Limited

Joint Lead Managers



Pacific Foundation Securities Limited



Sang Woo (Kirin) Securities Limited

Application has been made by the Company to the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and any Shares to be issued pursuant to the Share Offer and as mentioned in the Prospectus (including any Shares which may be issued under the Capitalisation Issue and pursuant to the exercise of the Offer Size Adjustment Option and any options which may be granted under the Share Option Scheme). Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 12 October 2018, it is expected that dealings in the Shares on GEM of the Stock Exchange will commence at 9:00 a.m. on Friday, 12 October 2018.

The Share Offer comprises the Public Offer of initially 20,000,000 Shares (subject to reallocation), representing 10% of the total number of Offer Shares initially available under the Share Offer and the Placing of initially 180,000,000 Shares (subject to reallocation and the Offer Size Adjustment Option), representing 90% of the total number of Offer Shares initially available under the Share Offer.

The allocation of Offer Shares between the Public Offer and the Placing is subject to adjustment as detailed in the section headed “Structure and conditions of the Share Offer – Reallocation between the Placing and the Public Offer” in the Prospectus. In particular, the Sole Bookrunner (for itself and on behalf of the Underwriters) may reallocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 6 of the GEM Listing Rules, the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK\$0.3 per Offer Share) stated in the Prospectus and the maximum total number of Offer Shares that may be reallocated to the Public Offer following such reallocation shall be not more than double the initial allocation to the Public Offer (i.e. 40,000,000 Offer Shares). In each case, based on the additional Offer Shares reallocated to the Public Offer, the number of Offer Shares allocated to the Placing will be correspondingly reduced, in such manner as the Sole Bookrunner (for itself and on behalf of the Underwriters) deem appropriate, subject to Guidance Letter HKEX-GL91-18.

In connection with the Share Offer and pursuant to the Placing Underwriting Agreement, the Company expects to grant to the Placing Underwriters the Offer Size Adjustment Option, exercisable by the Sole Bookrunner (for itself and on behalf of the Placing Underwriters), at any time during the period from the date of the Placing Underwriting Agreement to Thursday, 11 October 2018, being the last business day prior to the Listing Date, to require the Company to issue up to an aggregate of 20,000,000 additional new Shares, representing 10% of the number of the Offer Shares initially available under the Share Offer.

The Offer Size Adjustment Option will not be associated with any price stabilisation activities of the Shares in the secondary market after the Listing and will not be subject to the Securities and Futures (Price Stabilising) Rules of the SFO. No purchase of the Shares in the secondary market will be effected to cover any excess demand in the Placing which will only be satisfied by the exercise of the Offer Size Adjustment Option in full or in part. The Company will disclose in the allotment results announcement whether and to what extent the Offer Size Adjustment Option has been exercised, and will confirm in the announcement that, if the Offer Size Adjustment Option is not exercised by that time, then the Offer Size Adjustment Option will lapse and cannot be exercised on any future date.

Subject to the granting of the approval for the listing of, and permission to deal in, the Shares on GEM of the Stock Exchange and the compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on GEM of the Stock Exchange (i.e. Friday, 12 October 2018) or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$0.4 per Offer Share and is expected to be not less than HK\$0.3 per Offer Shares, unless otherwise announced. Application for Public Offer Shares under the Public Offer are required to pay in full, on application, the maximum Offer Price of HK\$0.4 per Offer Share (plus brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%). If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$0.4 per Offer Share (excluding brokerage, SFC transaction levy and Stock Exchange trading fee hereon), or if the conditions of the Public Offer are not fulfilled in accordance with the paragraph headed “Structure and conditions of the Share Offer – Conditions of the Share Offer” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared. Please refer to paragraph headed “How to apply for the Public Offer Shares – 13. Refund of application monies” in the Prospectus for details. If, for any reason, the Offer Price is not agreed between the Company and the Sole Bookrunner (for itself and on behalf of the Underwriters), the Share Offer will not become unconditional and will lapse.

Any refund of your application monies will be made on or before Thursday, 11 October 2018.

Application for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the Application Forms and the designated website (www.hkeipo.hk) in relation to the HK eIPO White Form.

Applicants who would like to have the allotted Public Offer Shares issued in their own names should either (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at **www.hkeipo.hk** under the **HK eIPO White Form** service. Applicants who would like to have the allotted Public Offer Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 28 September 2018 until 12:00 noon on Thursday, 4 October 2018, from the following locations:

1. any of the following offices of the Public Offer Underwriters:
 - Pacific Foundation Securities Limited at 11th Floor, New World Tower II, 16-18 Queen's Road Central, Hong Kong
 - Sang Woo (Kirin) Securities Limited at 12th Floor, OTB Building, 160 Gloucester Road, Wan Chai, Hong Kong
 - Frontpage Capital Limited at 26th Floor, Siu On Centre, 188 Lockhart Road, Wan Chai, Hong Kong

or

2. any of the following branches of Standard Chartered Bank (Hong Kong) Limited, the receiving bank of the Public Offer:

District	Branch	Address
Hong Kong Island	Central Branch	G/F, 1/F, 2/F and 27/F, Two Chinachem Central, 26 Des Voeux Road Central
	North Point Centre Branch	Shop G, G/F, North Point Centre, 284 King's Road, North Point
Kowloon	Mei Foo Branch	Shops 106-109, 1/F, Mei Foo Plaza, Mei Foo Sun Chuen Stage 4, Kowloon
	Lok Fu Shopping Centre Branch	Shop G201, G/F., Lok Fu Shopping Centre
New Territories	Shatin Plaza Branch	Shop No. 8, Shatin Plaza, 21-27 Shatin Centre Street, Shatin

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 28 September 2018 until 12:00 noon on Thursday, 4 October 2018, from (i) the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or (ii) your stockbroker, who may have the **YELLOW** Application Forms and the copies of the Prospectus available.

The completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "Horsford Nominees Limited – KOS International Public Offer" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

Friday, 28 September 2018	–	9:00 a.m. to 5:00 p.m.
Saturday, 29 September 2018	–	9:00 a.m. to 1:00 p.m.
Tuesday, 2 October 2018	–	9:00 a.m. to 5:00 p.m.
Wednesday, 3 October 2018	–	9:00 a.m. to 5:00 p.m.
Thursday, 4 October 2018	–	9:00 a.m. to 12:00 noon

The application lists will be open from 11:45 a.m. to 12:00 noon on Thursday, 4 October 2018, the last application day or such later time as described in "How to apply for the Public Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

Applicants applying via the **HK eIPO White Form** service may submit application to the **HK eIPO White Form** Service Provider through the designated website **www.hkeipo.hk** (24 hours daily, except on the last application day) from 9:00 a.m. on Friday, 28 September 2018 until 11:30 a.m. on Thursday, 4 October 2018 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Thursday, 4 October 2018 or such later date as described under the section headed "How to apply for the Public Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 28 September 2018 until 12:00 noon on Thursday, 4 October 2018 or such later time as described in the section "How to apply for the Public Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

Please refer to the sections headed "Structure and conditions of the Share Offer" and "How to apply for the Public Offer Shares" in the Prospectus for details of the conditions and procedures of the Share Offer.

The Company expects to announce the final Offer Price, the indication of the level of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares on Thursday, 11 October 2018 on the Company's website at **www.kos-intl.com** and on the website of the Stock Exchange at **www.hkexnews.hk**.

The results of allocations of the Public Offer, including the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants (where applicable) and the number of Public Offer Shares successfully applied for under the **WHITE** or **YELLOW** Application Form, or by giving electronic application instructions to HKSCC via CCASS or to the designated website of the **HK eIPO White Form** Service Provider at **www.hkeipo.hk**, will be made available through a variety of channels from Thursday, 11 October 2018 in the manner described in the paragraph headed "How to apply for the Public Offer Shares – 11. Publication of results" in the Prospectus.

The Company will not issue temporary documents of title of the Shares. No receipt will be issued for the sums paid on application.

Share certificates will only become valid documents of title provided that the Share Offer becomes unconditional and the right of termination as described in the section headed “Underwriting” in the Prospectus has not been exercised at or before 8:00 a.m. in Hong Kong on Friday, 12 October 2018.

Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 12 October 2018, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 12 October 2018. The Shares will be traded in board lots of 10,000 Shares each. The stock code of the Shares is 8042.

By order of the board of directors of
KOS International Holdings Limited
高奧士國際控股有限公司
Chan Ka Kin Kevin
Executive Director

Hong Kong, 28 September 2018

As at the date of this announcement, the executive Directors are Mr. Chan Ka Kin Kevin, Mr. Chan Ka On Eddie and Mr. Chan Ka Shing Jackson; and the independent non-executive Directors are Mr. Tong Kam Piu, Mr. Poon Kai Kin and Mr. Wang Ho Pang.

This announcement, for which all the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement and a copy of the Prospectus will remain on the Stock Exchange’s website at www.hkexnews.hk and in the case of this announcement, on the “Latest Company Announcements” page for at least seven days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at www.kos-intl.com.