



5 April 2019

National Stock Exchange of Australia  
1 Bligh Street  
Sydney NSW 2000  
Australia

**Attention: Mr John Williams, Head of Admissions**

Dear Sirs

**APPLICATION FOR ADMISSION TO THE OFFICIAL LIST AND QUOTATION OF 101,000,000 FULLY PAID ORDINARY SHARES OF KEMAO INDUSTRIES LIMITED ON THE NATIONAL STOCK EXCHANGE OF AUSTRALIA**

We, Kemaos Industries Limited (**Company**), are seeking to apply for admission to the official list of, and quotation for 101,000,000 fully paid ordinary shares in the Company's share capital (**Shares**) on the *Exchange* (**Proposed Listing**). A prospectus has been lodged with ASIC on 5 April 2019 (**Prospectus**) for the purpose of the Proposed Listing under which the Company seeks to offer for subscription 1,000,000 new Shares at an offer price of \$0.50 per Share to raise up to \$500,000.

Words in italics have the same meanings as those given in the listing rules of the NSX.

**1. General**

- (1) the name of the applicant and the date and place of incorporation;

Name: Kemaos Industries Limited

Date of incorporation: 28 May 2018

Place of incorporation: Perth, Australia

- (2) if not incorporated in Australia, the date on which the applicant became registered under the *Corporations Act*;

Not applicable.

- (3) the address of the principal registered office and the address of each office at which a share register is kept;

The Company's share register is kept at and by its share registry whose details are as follows:

Advance Share Registry  
110 Stirling Hwy  
Nedlands WA 6009

- (4) a formal request for the *listing* of the *securities* in respect of which application is made, specifying the nature of the securities and the amount, class, the voting rights attached and whether they are to be fully paid;

The Company hereby formally request for the listing and quotation of 101,000,000 fully paid ordinary shares where each share has one vote.

- (5) the proposed method by which the *securities* are to be brought to *listing* and details of any proposed distribution of the *securities*;

The Proposed Listing will be by way of an initial public offering. There is currently no arrangement for distribution via brokers.

- (6) the estimated market capitalisation of the securities for which a *listing* is sought;

The estimated market capitalisation of the Shares is approximately \$50.1 million.

- (7) An estimate of the net proceeds of any proposed issue and the intended use of the proceeds; and

The net proceeds from the offer is estimated to be \$500,000. The intended use of the proceeds is set out in section 5.16 of the Prospectus.

- (8) the name of any other stock exchange on which any *securities* of the *issuer* are already *listed* and/or traded.

Not applicable.

## 2. Share capital and ownership

- (1) A list in tabular form of:

- (a) the designation or title of each class of shares; Please refer to section 5.17 of the Prospectus.
- (b) the number of shares issued;
- (c) the voting rights attached to each share;
- (d) the amount of fully paid up shares;

- (e) the shareholdings of the *directors* and officers of the *issuer*; and Mr CHEN Dong directly holds 55,130,000 shares and Ms CHEN Fang directly holds 10,000,000 Shares.

No other directors or officers of the Company have any shareholdings in the Company.

- (f) so far as is known, or can be ascertained after reasonable enquiry, the names of all shareholders of the *issuer* who own five percent (5%) or more of the shares of the issuer and their respective shareholdings.

Holder	Number of Shares	% of issued capital
CHEN Dong	55,130,000	55.13
CHEN Fang	10,000,000	10

- (2) A list in tabular form of the names of all shareholders of the *issuer* including the dates that the shares were allotted to them, the consideration that they provided and the number of shares that are held.

Attached as **Annexure A**.

### 3. **Securities**

An outline of the principal terms of the *securities* the applicant wishes to *list*.

The Company wishes to list 101,000,000 Shares at an issue price of \$0.50 each.

### 4. **History and nature of business**

A short introductory paragraph describing the general nature of the business and products of the applicant. A brief history of the *issuer* for the last five (5) years or, if later, from inception to the date of the application. A description of the business now conducted by the *issuer* and its *child entities*, including principal products manufactured, services performed or investments held, principal markets for products and raw materials, method of marketing, annual turnover for the preceding three (3) financial years and for the current financial year to the latest date available.

This history and nature of the Company's business including principal products and service performed are set out in section 5 of the Prospectus.

### 5. **Summary of earnings**

A summary of earnings, on a consolidated basis if the applicant has *subsidiaries*, for the last three (3) financial years, showing sales, earnings before charges for depreciation, interest and tax (if any), the amount of each of those charges, net income before extraordinary items, extraordinary items, net income and earnings per share.

See page 6 of the independent limited assurance report prepared by MGI Perth Audit Services Pty Ltd, a summary of which is included in section 8 of the Prospectus.

### 6. **Tabulation of balance sheet**

A tabulation of its balance sheet for each of the last three (3) financial years (on a consolidated basis if the *issuer* has *subsidiaries*) or from the date of incorporation, if shorter. The tabulation should include a calculation of the net asset value per *security* for each of the three (3) financial years.

See page 7 of the independent limited assurance report prepared by MGI Perth Audit Services Pty Ltd which is included in section 8 of the Prospectus.

### 7. **Employees**

A statement as to the total number of persons regularly employed and, if subject to seasonal fluctuations, the maximum and minimum numbers employed during the preceding twelve (12) months.

As at the date of the Prospectus, the Company and its child entities employs a total of approximately 295 employees. The number of employees employed by the Group is not subject to seasonal fluctuations.

**8. Child entities**

A tabular list of all *child entities* showing in respect of each such corporation:

- (a) the name of the corporation;
- (b) a brief statement of the nature of its business and its relationship to the operations of the entire enterprise; and
- (c) share capital by classes, showing the amount issued and the amount owned by the *holding entity*.

See section 5 of the Prospectus.

**9. Dividend record**

State the number of consecutive years in which dividends have been paid. State the amount of dividend (per share and in the aggregate) paid by the applicant (and its *child entities*) for each of the three (3) preceding years. Indicate whether dividends have been paid on a quarterly, semi-annual or annual basis. State the record date, payment date and the date of declaration with respect to each dividend paid during the past two (2) years.

The Company and its *child entities* have not paid any dividend since inception of the business.

**10. Properties**

Describe briefly the general character of the properties of the applicant and its *child entities*, including:

- (a) location;
- (b) land area;
- (c) number of buildings;
- (d) aggregate floor area of buildings; and
- (e) whether properties are owned or leased, and if leased, state total rental paid for each of the three (3) preceding financial years and average term of years.

See sections 5.2 and 5.12 of the Prospectus.

**11. Litigation**

Particulars of any litigation or claims of material importance made against any member of the *group* in the last five (5) years or which is pending or threatened against any member of the *group*, or an appropriate negative statement.

Not applicable.

**12. Management**

- (1) the full name, residential address and description (being his or her qualifications or area of expertise or responsibility) of every director or proposed director and any person who

performs an important administrative, management or supervisory function and particulars of the principal functions performed by each of them within the *group* if significant to the *group*;

See sections 9 of the Prospectus.

(2) the nature of any family relationship between the *persons* mentioned in (1);

Not applicable.

(3) a brief account of the business experience of each of these *persons* during the last five (5) years;

See sections 9.1 of the Prospectus.

(4) indicate any other directorships held by each *director* or proposed *director* in any publicly *listed* or traded companies; and

See section 9.1 of the Prospectus.

(5) state if any director or proposed *director* has, in any jurisdiction, been convicted in any criminal proceeding or has had a bankruptcy petition filed against him or her or any partnership in which he was a partner or any body corporate of which he was a *director* or has been sanctioned or otherwise disciplined by any self regulatory securities association of which he or she is or has been a member or any securities supervisory or regulatory body or any such event is pending.

Not applicable.

### 13. Sponsors, bankers, etc.

(1) the names and addresses of the *issuer's* sponsor, financial advisers, principal bankers, nominated adviser, share registrar/transfer agent and solicitors; and

13.1 The Company does not have a sponsor and is seeking a waiver from Rule 2.2. See paragraph 14 for details of the waiver.

13.2 Details of the Company's nominated adviser:

Biztrack Consultants Private Limited  
Room 703 Kowloon Building  
555 Nathan Road, Kowloon  
Hong Kong

13.3 Details of the Company's share registrar are given in paragraph 1(3) above.

13.4 Details of the Company's Australian solicitors for the Proposed Listing:

MinterEllison  
10th Floor, 25 Grenfell Street  
Adelaide SA 5000

- (2) the name, address and professional qualifications of the *issuer's* auditors.

The Company's auditor is:

MGI Perth Audit Services Pty Ltd  
322 Hay St  
Subiaco WA 6008

(Engagement director: Clayton Lawrence, Director – Audit and Assurance)

**14. Statement of non-compliance**

A statement of any requirements of the *Listing Rules* which cannot be met by the applicant and detailed arguments to support any request for a waiver or modification of the normal requirements.

There is no requirement of the Listing Rules which cannot be met by the Company.

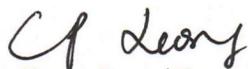
**15. Declaration**

We, Kemao Industries Limited, declare that, to the best of our knowledge, information and belief that:

- (a) save as specified in this application letter, all the qualifications for *listing* set out in Chapter 3 of Section IIA of the *Listing Rules* have, in so far as applicable and required to be met and fulfilled prior to application, been met or fulfilled in relation to the Company and the securities of the Company the subject of the application;
- (b) all information required to be included in the Prospectus pursuant to Rule 4.8 and the *Corporations Act* will be included; and
- (c) there are no other facts bearing on the Company's application for *listing* which, in the Company's opinion, should be disclosed to the *Exchange*.

Yours faithfully

For and on behalf of  
**Kemao Industries Limited**



Leong Chong Peng (Sharon)  
Non-Executive Chair