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KINETIX SYSTEMS HOLDINGS LIMITED

健冠控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8606)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
(2) CHANGE OF COMPOSITION OF BOARD COMMITTEES**

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the **“Board”**) of Kinetix Systems Holdings Limited (the **“Company”**), together with its subsidiaries, the **“Group”**) is pleased to announce that Ms. Lam Shun Ka (formerly known as Lam Yuk Shan) (**“Ms. Lam”**) has been appointed as an independent non-executive director, a member of the audit committee, a member of the remuneration committee and a member of the nomination committee of the Company, with effect from 7 March 2019.

Ms. Lam, aged 47, has more than 10 years of experience in sales channel development. Ms. Lam was an administrative specialist at IBM China/Hong Kong Limited from January 2005 to November 2005, a sales operation at the same company from April 2006 to March 2007 and a business operations professional in IBM Software Sales Department of IBM China/Hong Kong Limited from March 2007 to February 2016. Ms. Lam is currently (i) a contract agent and a licensed representative (Type 1) of Glory Sky Global Markets Limited, a licensed entity in Hong Kong regulated by the Securities and Futures Commission of Hong Kong; and (ii) an independent non-executive director of Omnibridge Holdings Limited (stock code: 8462).

Ms. Lam obtained a bachelor of social science degree, majoring in government and public administration from The Chinese University of Hong Kong in December 1995. She obtained a bachelor of laws degree from the Manchester Metropolitan University (United Kingdom) through distance learning in September 2004.

Ms. Lam has entered into a letter of appointment with the Company for a term of three years with effect from 7 March 2019 provided that either party may terminate by giving at least three months' notice in writing. Pursuant to the letter of appointment, Ms. Lam is entitled to a remuneration of HK\$60,000 per annum which is determined and will be reviewed annually by the remuneration committee of the Company and the Board with reference to her duties and responsibilities with the Group and the Groups' remuneration policy. In accordance with the articles of association of the Company, Ms. Lam is subject to retirement by rotation and re-election at the Company's general meetings.

Save as disclosed above, as at the date of this announcement, (i) Ms. Lam does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (ii) Ms. Lam does not have any interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iii) Ms. Lam does not hold other positions within the Company or any of its subsidiaries. The Board is of the view that she has met the independence guidelines set out in Rule 5.09 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "**GEM Listing Rules**"). There is no other information relating to the appointment of Ms. Lam which is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

With effect from 7 March 2019, the Board will comprise eight members, including four executive directors and four independent non-executive directors, which fulfills the requirement of the GEM Listing Rules 5.05 and 5.05A. Further, each of the Audit Committee, Nomination Committee, and the Remuneration Committee (collectively, the "**Committees**") will have more than three members, of which the composition is summarized below, and comprises a majority of independent non-executive directors, which fulfills the requirements of the terms of reference of the Committees, complies with Chapter 5 and code A5.1 of the Appendix 15 of the GEM Listing Rules. The

composition of the Board committees will be as follows:

| Board Committee Director | Audit Committee | Remuneration Committee | Nomination Committee |
|-------------------------------------|----------------------------|-----------------------------------|---------------------------------|
| Mr. Lam Yau Hin | C | M | M |
| Mr. Yeung Wai Keung | M | C | M |
| Mr. Cheung Wah Kit Jason | M | M | C |
| Ms. Lam Shun Ka | M | M | M |
| Mr. Yu Pak Lun Larry | | M | M |

Notes:

C : Chairman of the relevant Board committees

M : Member of the relevant Board committees

The Board would like to express its warmest welcome to Ms. Lam for joining the Board.

By order of the Board
Kinetix Systems Holdings Limited
Yu Pak Lun Larry
Chairman

Hong Kong, 7 March 2019

As at the date of this announcement, the board of directors of the Company comprises Mr. Yu Pak Lun Larry, Mr. Leung Patrick Cheong Yu, Mr. Wong Tsun Ho Ian and Mr. Law Cheung Moon as executive directors; Mr. Lam Yau Hin, Mr. Yeung Wai Keung Mr. Cheung Wah Kit Jason, and Ms. Lam Shun Ka as independent non-executive directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company's website at www.kinetix.com.hk.