
IMPORTANT

IMPORTANT: If you are in doubt about any of the contents of this supplemental prospectus, you should seek independent professional advice.

This is a supplemental prospectus (the “Supplemental Prospectus”) issued by Qeeka Home (Cayman) Inc., which amends and supplements the prospectus issued by it on June 21, 2018 (the “Prospectus”) in connection with the Global Offering and listing of its shares on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). A copy of this Supplemental Prospectus in English and Chinese versions having attached thereto (i) a printed copy of the confirmation form (the “Confirmation Form”), (ii) a certificate in the approved manner as to the accuracy of the Chinese translation of this Supplemental Prospectus and the Confirmation Form, (iii) a certificate in the approved manner as to the competency of the Chinese translator given by the Joint Sponsors, (iv) the written consents of the Joint Sponsors and PricewaterhouseCoopers to the issue of this Supplemental Prospectus with the inclusion of their respective names and references in the form and context in which they respectively appear in this Supplemental Prospectus, and (v) copies of the additional material contract referred to in the paragraph headed “Amendments to the Prospectus – Statutory and General Information” in this Supplemental Prospectus have been registered with the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this Supplemental Prospectus or any other documents referred to above.

This Supplemental Prospectus is a prospectus for the purpose of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. If you are in doubt about this Supplemental Prospectus, you should consult your broker, bank manager, solicitor, professional accountant or other professional advisor.

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this Supplemental Prospectus, 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 document.

Potential investors should read this Supplemental Prospectus in conjunction with the Prospectus in order to understand the offer to which the documents relate, in particular before confirming applications in respect of the Hong Kong Offer Shares which have already been submitted. To the extent that anything in this Supplemental Prospectus qualifies or contradicts anything in the Prospectus, this Supplemental Prospectus amends the Prospectus.

This Supplemental Prospectus, for which our Directors (including our independent non-executive Directors) collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to our Company. Our Directors (including our independent non-executive Directors), having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this Supplemental Prospectus 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 Supplemental Prospectus misleading.

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

Qeeka Home (Cayman) Inc.

齊屹科技(開曼)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1739)

SUPPLEMENTAL PROSPECTUS

Our Company is issuing this Supplemental Prospectus pursuant to the Twentieth Schedule, Part 2, section 1(a)(i) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance and Rule 11.13 of the Listing Rules. This document amends and supplements the Prospectus and should be read in conjunction with the Prospectus, the Application Forms and the Confirmation Form.

Copies of this Supplemental Prospectus and the Confirmation Form may be obtained from 9:00 a.m. to 5:00 p.m. on Tuesday, July 3, 2018, Wednesday, July 4, 2018 and Thursday, July 5, 2018 and 9:00 a.m. to 12:00 noon on Friday, July 6, 2018 at any of the places stated in the sections headed “Addresses of the Hong Kong Underwriters” and “Relevant branches of the receiving banks” in this Supplemental Prospectus and also at the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong. This Supplemental Prospectus and the Confirmation Form will also be available at the website of the Stock Exchange at www.hkexnews.hk and our Company’s website at www.qeeka.com. The contents of our Company’s website do not form part of this Supplemental Prospectus. No reliance shall be made on the contents of our Company’s website.

Potential investors are reminded that you must confirm your application for the Hong Kong Offer Shares before the deadline as stipulated in item (4) of the revised timetable in the section headed “Revised Timetable of the Global Offering” in this Supplemental Prospectus. If you have made valid application for the Hong Kong Offer Shares, but do not confirm the application for such Hong Kong Offer Shares in accordance with the procedures for confirmation set out in the section headed “Confirmation of applications” in this Supplemental Prospectus, you will be taken as not proceeding with your application, and your application will be rejected and refund cheques will be sent out as stipulated in item (9) of the revised timetable in the section headed “Revised Timetable of the Global Offering” in this Supplemental Prospectus.

The information contained in this Supplemental Prospectus is not for distribution, directly or indirectly, in or into the United States (including its territories and dependencies, any State of the United States and the District of Columbia). These materials do not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Shares mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”). The Shares may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. No public offering of the securities will be made in the United States.

Prior to making an investment decisions, prospectus investors should carefully consider all of the information set out in the Prospectus and this Supplement Prospectus, including, without limitation, the risk factors set out in the section headed “Risk Factors” in the Prospectus and this Supplement Prospectus.

July 3, 2018

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DETERMINATION OF OFFER PRICE AT BELOW THE OFFER PRICE RANGE

Our Company, in consultation with the Joint Global Coordinators and after taking into consideration current market conditions, has determined the Offer Price to be HK\$4.85 (the “New Offer Price”), which is below the indicative Offer Price range as set out in the Prospectus (the “Triggering Events”). The Hong Kong Underwriting Agreement dated June 20, 2018 and the price determination agreement (the “Price Determination Agreement”) dated June 29, 2018 between our Company and the Joint Global Coordinators determining the New Offer Price are conditional upon and subject to, among other things, the execution of the International Underwriting Agreement. Our Company has issued this Supplemental Prospectus which resulted in a delay in the timetable of the Global Offering.

AMENDMENTS TO THE PROSPECTUS

In view of the New Offer Price, the following amendments to the Prospectus have been made.

Summary and Highlights

The section entitled “Summary and Highlights – Offer Statistics” on page 13 of the Prospectus has been amended to read as follows:

	Based on the New Offer Price of HK\$4.85 per Share
“Market capitalization of our Shares upon completion of the Global Offering ⁽¹⁾ ”	HK\$5,869 million
Unaudited pro forma adjusted consolidated net tangible assets per Share ⁽²⁾	HK\$1.22

Notes:

- (1) The calculation of market capitalization is based on 1,210,124,090 Shares expected to be in issue immediately upon completion of the Capitalization Issue and the Global Offering, assuming no exercise of the Over-allotment Option or any exercise of the share options granted under the Pre-IPO Share Option Scheme.
- (2) The unaudited pro forma adjusted consolidated net tangible assets per Share is calculated on the basis that 1,210,124,090 Shares are expected to be in issue immediately upon completion of the Capitalization Issue and the Global Offering, assuming no exercise of the Over-allotment Option or any exercise of the share options or granted under the Pre-IPO Share Option Scheme.”

The section entitled “Summary and Highlights – Listing Expenses” on page 13 of the Prospectus has been amended to read as follows:

“Listing expenses consist primarily of underwriting commission and professional fees, and are estimated to be approximately RMB83.3 million, based on the New Offer Price of HK\$4.85 per Share. Listing expenses of approximately RMB12.3 million were incurred on or

before December 31, 2017, of which RMB9.4 million was charged to our consolidated income statements, while the remaining amount of RMB2.9 million was recorded as a prepayment and will be subsequently charged to equity upon completion of the Global Offering. We estimate we will further incur underwriting commission and other listing expenses of approximately RMB71.0 million after December 31, 2017, of which RMB22.1 million will be charged to our consolidated income statements, and RMB48.9 million is expected to be accounted for as a deduction from equity upon the completion of Global Offering.”

The section entitled “Summary and Highlights – Use of Proceeds” on page 14 of the Prospectus has been amended to read as follows:

“The aggregate net proceeds that we expect to receive from the Global Offering, after deducting underwriting fees and estimated expenses in connection with the Global Offering, based on the New Offer Price of HK\$4.85 per Share and assuming the Over-allotment Option is not exercised will be approximately HK\$1,072.0 million. We intend to use the net proceeds from the Global Offering as follows:

Amount of the estimated net proceeds	Intended use of net proceeds
Approximately 60%, or HK\$643.2 million	Development of our online platform
<ul style="list-style-type: none"> • Approximately HK\$428.8 million • Approximately HK\$107.2 million • Approximately HK\$107.2 million 	<ul style="list-style-type: none"> Marketing expense Development of supply chain management business Development of loan referral business
Approximately 10%, or HK\$107.2 million	Development of our self-operated interior design and construction business
Approximately 15%, or HK\$160.8 million	Investment in our technology infrastructure and system
Approximately 10%, or HK\$107.2 million	Additional strategic investments and acquisitions
Approximately 5%, or HK\$53.6 million	General working capital

For further details, see “Future Plans and Use of Proceeds”.

Risk Factors

The section entitled “Risk Factors – Risks Relating to the Global Offering – Investors will experience immediate dilution” on page 81 of the Prospectus has been amended to read as follows:

“We recorded a consolidated deficit as of December 31, 2017. Our pro forma adjusted net tangible assets per Share giving effect to, among other things, the net proceeds to be received from the Global Offering and the conversion of our preferred shares into Shares, was approximately RMB1.00 per share, or HK\$1.22 per share, based on a New Offer Price of HK\$4.85 per Share. As a result, purchasers of our Shares in the Global Offering will experience an immediate dilution reflected in the significant difference between the net tangible asset per Share upon the Listing and the Offer Price investors are investing at. Our existing Shareholders will however experience an increase in consolidated net tangible asset value per Share of their Shares. In addition, holders of our Shares may experience further dilution of their interest if the Underwriters exercise the Over-allotment Option or if we issue additional Shares in the future to raise additional capital.”

History and Corporate Structure

The section entitled “History and Corporate Structure – Pre-IPO Investments – 2. Principal terms of the Pre-IPO Investments and Pre-IPO Investors’ rights” on page 144 of the Prospectus has been amended to read as follows:

“The principal terms of the Pre-IPO Investments and the rights granted to the Pre-IPO Investors, each of which shall automatically terminate upon Listing when the Preferred Shares are converted into Shares, are set out below:

<u>Investor</u>	<u>Date of investment</u>	<u>Settlement date of consideration</u>	<u>Price per Share calculated based on investment consideration</u>	<u>Total consideration paid</u>	<u>Number of Shares immediately after the Capitalization Issue</u>	<u>Discount/ (premium) to Offer Price⁽²⁾</u>
Series A Investors						
Hua Yuan International	April 2015 ⁽³⁾	February 2008	RMB0.01	RMB1.5	101,912,750	99.75%
Cowin	April 2015 ⁽³⁾	February 2010	RMB0.74	RMB12.5	16,985,600	81.32%
Guangfa Xinde Capital	April 2015 ⁽³⁾	February 2010	RMB0.74	RMB22.5	30,573,220	81.32%
Qianrong Capital	April 2015 ⁽³⁾	September 2010	RMB1.30	RMB10.0	7,699,910	67.18%
Baidu HK	April 2015 ⁽³⁾	December 2010	RMB1.36	RMB190.0	139,333,330	65.67%
Cachet Special	March 2018	March 2018	US\$0.40	US\$12.3	30,800,500	35.30%

<u>Investor</u>	<u>Date of investment</u>	<u>Settlement date of consideration</u>	<u>Price per Share calculated based on investment consideration</u>	<u>Total consideration paid</u>	<u>Number of Shares immediately after the Capitalization Issue</u>	<u>Discount/ (premium) to Offer Price⁽²⁾</u>
				<i>(million)⁽¹⁾</i>		
Series B Investors						
Jianxin Capital	April 2015	April 2015	US\$0.60	US\$5.0	8,333,330	2.94%
Orchid Asia	April 2015	April 2015	US\$0.60	US\$60.0	100,000,000	2.94%
SIP Oriza	December 2015	May 2015 ⁽⁴⁾	US\$0.60	US\$50.0	83,333,330	2.94%
Seagull	December 2015	December 2015	US\$0.60	US\$13.6	22,673,470	2.94%
Series C Investor						
Cachet Special	March 2018	March 2018	US\$0.88	US\$10.0	11,340,140	(42.35)%

Notes:

- (1) This represents the total consideration paid for the Preferred Shares.
- (2) The discount/(premium) of the price paid per Preference Share to the Offer Price is calculated based on the New Offer Price of HK\$4.85 per Share and is adjusted for the effect of the Capitalization Issue.
- (3) This represents the date on which the Series A Investors became our Company's shareholders. The Series A Investors initially invested in Shanghai Qijia, between January to December 2010.
- (4) A consideration equaling US\$50 million was settled for the Series B Preferred Shares on May 28, 2015.

Cornerstone Investors

The first four paragraphs of the section entitled "Cornerstone Investors – The Cornerstone Placing" on page 267 of the Prospectus has been amended to read as follows:

"We have entered into cornerstone investment agreements (altogether, the "**Cornerstone Investment Agreements**") with the following investors (the "**Cornerstone Investors**", each a "**Cornerstone Investor**"), pursuant to which the Cornerstone Investors have agreed to subscribe at the Offer Price for such number of Offer Shares (rounded down to the nearest whole board lot of 500 Shares) that may be purchased for an aggregate amount of HK\$266,896,600 (the "**Cornerstone Placing**").

Based on the New Offer Price of HK\$4.85, the total number of Offer Shares to be subscribed for by the Cornerstone Investors would be approximately 55,030,000 Shares, representing approximately (i) 25.2% of the total number of International Offering Shares issued under the International Offering, assuming that the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme are not exercised; or (ii) 22.7% of the Offer Shares or 4.5% of our entire issued share capital immediately upon completion of the Global Offering, assuming that the Over-allotment Option and the options granted under the

Pre-IPO Share Option Scheme are not exercised; or (iii) 19.7% of the Offer Shares or 4.4% of our entire issued share capital immediately upon completion of the Global Offering, assuming the Over-allotment Option is exercised in full but the options granted under the Pre-IPO Share Option Scheme are not exercised.”

The table under the section titled “Cornerstone Investors – Our Cornerstone Investors” on page 269 of the Prospectus has been amended to read as follows:

Cornerstone Investor	Investment Amount (HK\$ in million)	Total number of Offer Shares to be subscribed for by the Cornerstone Investors (rounded down to the nearest whole board lot of 500 Shares) based on the New Offer Price of HK\$4.85 per Share	Approximate percentages of the International Offering Shares Based on the New Offer Price of HK\$4.85 per Share ⁽¹⁾	Approximate percentages of the International Offering Shares Based on the New Offer Price of HK\$4.85 per Share ⁽²⁾	Approximate percentages of the Global Offering Shares Based on the New Offer Price of HK\$4.85 per Share ⁽¹⁾	Approximate percentages of the Global Offering Shares Based on the New Offer Price of HK\$4.85 per Share ⁽²⁾
		Price of HK\$4.85 per Share	of HK\$4.85 per Share ⁽¹⁾	of HK\$4.85 per Share ⁽²⁾	of HK\$4.85 per Share ⁽¹⁾	of HK\$4.85 per Share ⁽²⁾
Zhejiang Meida Industrial Co., Ltd.* 浙江美大實業股份有限公司 (“Zhejiang Meida”) ⁽³⁾	149.15	30,752,000	14.1%	12.1%	12.7%	11.0%
Sea Wise Holdings Limited 海智集團有限公司 (“Sea Wise”) ⁽³⁾	117.75	24,278,000	11.1%	9.6%	10.0%	8.7%
Total	266.90	55,030,000	25.2%	21.7%	22.7%	19.7%

Notes:

- (1) Assuming that the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme are not exercised.
- (2) Assuming the Over-allotment Option is exercised in full but the options granted under the Pre-IPO Share Option Scheme are not exercised.
- (3) Mr. Xia Ding is one of the controlling shareholders of Zhejiang Meida, and he wholly-owns Sea Wise.

The first paragraph of the section entitled “Cornerstone Investors – Our Cornerstone Investors – Zhejiang Meida Industrial Co., Ltd.* 浙江美大實業股份有限公司” on page 269 of the Prospectus has been amended to read as follows:

“Pursuant to the cornerstone investment agreement entered into between our Company, the Joint Global Coordinators, the Joint Sponsors and Zhejiang Meida dated June 16, 2018, Zhejiang Meida has agreed to subscribe through an asset manager that is a qualified domestic

institutional investor, or procure such asset manager to subscribe on its behalf, such number of Offer Shares (rounded to the nearest whole board lot of 500 Offer Shares) which may be purchased with an aggregate amount of HK\$149,147,800 at the New Offer Price. Based on the New Offer Price, the total number of Offer Shares that Zhejiang Meida would subscribe for would be approximately 30,752,000 Shares, representing (i) 14.1% of the total number of International Offering Shares issued under the International Offering, assuming that the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme are not exercised; or (ii) 12.7% of the Offer Shares or 2.5% of our entire issued share capital immediately upon completion of the Global Offering, assuming that the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme are not exercised; or (iii) 11.0% of the Offer Shares or 2.5% of our entire issued share capital immediately upon completion of the Global Offering, assuming that the Over-allotment Option is exercised in full but the options granted under the Pre-IPO Share Option Scheme are not exercised.”

The first paragraph of the section entitled “Cornerstone Investors – Our Cornerstone Investors – Sea Wise Holdings Limited 海智集團有限公司” on page 270 of the Prospectus has been amended to read as follows:

“Pursuant to the cornerstone investment agreement entered into between our Company, the Joint Global Coordinators, the Joint Sponsors, Sea Wise and Mr. Xia Ding (as guarantor), dated June 16, 2018, Sea Wise has agreed to subscribe for such number of Offer Shares (rounded to the nearest whole board lot of 500 Offer Shares) which may be purchased with an aggregate amount of HK\$117,748,800 at the New Offer Price. Based on the New Offer Price, the total number of Offer Shares that Sea Wise would subscribe for would be approximately 24,278,000 Shares, representing (i) 11.1% of the total number of International Offering Shares issued under the International Offering, assuming that the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme are not exercised; or (ii) 10.0% of the Offer Shares or 2.0% of our entire issued share capital immediately upon completion of the Global Offering, assuming that the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme are not exercised; or (iii) 8.7% of the Offer Shares or 1.9% of our entire issued share capital immediately upon completion of the Global Offering, assuming that the Over-allotment Option is exercised in full but the options granted under the Pre-IPO Share Option Scheme are not exercised.”

Financial Information

The section entitled “Financial Information – Listing Expenses” on page 314 of the Prospectus has been amended to read as follows:

“Listing expenses consist primarily of underwriting commission and professional fees, and are estimated to be approximately RMB83.3 million, based on the New Offer Price of HK\$4.85 per Share. Listing expenses of approximately RMB12.3 million were incurred on or before December 31, 2017, of which RMB9.4 million was charged to our consolidated income statements, while the remaining amount of RMB2.9 million was recorded as a prepayment and will be subsequently charged to equity upon completion of the Global Offering. We estimate we will further incur underwriting commission and other listing expenses of approximately RMB71.0 million after December 31, 2017, of which RMB22.1 million will be charged to our consolidated income statements, and RMB48.9 million is expected to be accounted for as a deduction from equity upon the completion of Global Offering.”

The paragraphs under the section entitled “Financial Information – Unaudited Pro Forma Statement of Adjusted Net Tangible Assets” beginning on page 315 of the Prospectus have been amended to read as follows:

“The following unaudited pro forma adjusted net tangible assets prepared in accordance with Rule 4.29 of the Listing Rules are set out below to illustrate the effect of the Global Offering on the consolidated net tangible assets attributable to the equity holders of the Company as of December 31, 2017 as if the Global Offering had taken place on that date.

The unaudited pro forma adjusted net tangible assets has been prepared for illustrative purposes only and, because of its hypothetical nature, it may not give a true picture of the consolidated net tangible assets of the Group had the Global Offering been completed as at December 31, 2017 or at any future dates.

Audited consolidated net tangible liabilities of the Group attributable to equity holders of the Company as at December 31, 2017 <i>(Note 1)</i>	Conversion of preferred shares <i>(Note 2)</i>	Estimated net proceeds from the Global Offering <i>(Note 3)</i>	Unaudited pro forma adjusted net tangible assets attributable to equity holders of the Company	Unaudited pro forma adjusted net tangible assets per Share <i>(Note 4)</i>	
<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB</i>	<i>HK\$</i>
Based on the New Offer					
Price at HK\$4.85 per Share					
(1,480,497)	1,804,607	884,849	1,208,959	1.00	1.22

Notes:

- (1) The audited consolidated net tangible liabilities attributable to the equity holders of the Company as at December 31, 2017 is extracted from the Accountant’s Report set out in Appendix I to the Prospectus, which is based on the audited consolidated deficits of the Group attributable to the equity holders of the Company as at December 31, 2017 of RMB(1,466,965,000) with adjustments for the intangible assets as at December 31, 2017 of RMB5,736,000 attributable to equity holders and goodwill as at December 31, 2017 of RMB7,796,000.
- (2) The Company’s Series A Preferred Shares, Series B Preferred Shares and Series C Preferred Shares are all required to be converted into ordinary shares upon the Listing. The adjustment represents the impact of the conversion of all these preferred shares into ordinary shares, issued up to the date of this prospectus, on the net tangible assets attributable to the equity holders. The estimated impact is calculated for 32,730,531 Series A Preferred Shares and 21,434,013 Series B Preferred Shares outstanding as at December 31, 2017 based on their respective carrying value as of that date, and 1,134,014 Series C Preferred Shares issued in March 2018 based on the issuance consideration of RMB63,095,000.

- (3) The estimated net proceeds from the Global Offering are based on the New Offer Price, after deduction of the underwriting fees and other related expenses (excluding listing expenses of approximately RMB9,403,000 which have been accounted for during the Track Record Period) payable by us and takes no account of any Shares which may fall to be issued upon the exercise of the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme or any Shares which may be granted and issued or repurchased by us pursuant to the General Mandate and the Repurchase Mandate.
- (4) The unaudited pro forma net tangible assets per Share is arrived at after the adjustments referred to in the preceding paragraphs and on the basis that 1,210,124,090 Shares (including the completion of the conversion of the preferred shares into ordinary shares as mentioned above and the Capitalization Issue to be effective upon Listing) were in issue assuming that the Global Offering has been completed on December 31, 2017 but takes no account of any Shares which may fall to be issued upon the exercise of the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme or any Shares which may be granted and issued or repurchased by the Company pursuant to the General Mandate and the Repurchase Mandate.
- (5) Except as disclosed above, no adjustment has been made to reflect to any trading results of other transactions entered into subsequent to December 31, 2017.
- (6) For the purpose of this unaudited pro forma adjusted net tangible assets, the balances stated in Renminbi are converted into Hong Kong dollars at the rate of HK\$1.00 to RMB0.8167.”

Future Plans and Use of Proceeds

The section entitled “Future Plans and Use of Proceeds” beginning on page 320 of the Prospectus has been amended to read as follows:

“The aggregate net proceeds that we expect to receive from the Global Offering (after deducting underwriting fees and estimated expenses in connection with the Global Offering, based on the New Offer Price of HK\$4.85 per Share and assuming the Over-allotment Option is not exercised) will be approximately HK\$1,072.0 million (equivalent to RMB875.3 million). We intend to use the net proceeds from the Global Offerings as follows:

- (a) approximately HK\$643.2 million (equivalent to approximately RMB525.2 million and representing 60% of the net proceeds) is expected to be used for development of our online platform, including:
 - (i) approximately HK\$428.8 million (equivalent to approximately RMB350.2 million and representing 40% of the net proceeds) for marketing expenses to enhance our brand recognition and for the expansion of our user base. Specifically, (x) approximately HK\$150.0 million (equivalent to approximately RMB122.6 million) will be used to generate more publicity for our brand through various distribution channels, especially in third or fourth-tier cities where we intend to expand our presence; (y) approximately HK\$64.4 million (equivalent to approximately RMB52.5 million) will be used to continue to enrich our home improvement content ecosystem through cooperating with high quality designers who would post more intriguing graphics and case examples onto our platform and developing a professional and efficient editorial team; and (z) approximately HK\$214.4 million (equivalent to approximately RMB175.1 million) will be used to optimize our online marketing efforts, which primarily consist of strategically placed advertisement, icons, links and news feeds on third party promotional platforms, in order to target potential users with genuine home improvement needs more accurately and effectively;

- (ii) approximately HK\$107.2 million (equivalent to approximately RMB87.5 million and representing 10.0% of the net proceeds) for investment in our supply chain management business, through (x) recruiting 30 to 40 additional research and development personnel with advanced degrees in computer science and other relevant subjects, who will be responsible for optimizing our current supply chain management system, and 50 to 60 additional supply chain management personnel with relevant work experience, who will be responsible for managing our inventory, supplier network and supply chain related logistics; (y) building a standardized inventory storage and order placement system; and (z) further expanding our procurement sources. We did not help service providers on our platform to keep their inventories at our warehouses during the Track Record Period; and

- (iii) approximately HK\$107.2 million (equivalent to approximately RMB87.5 million and representing 10.0% of the net proceeds) for the expansion of our loan referral business, through (x) recruiting approximately 10 additional business development personnel to help establish and maintain relationships with additional financial institutions, in order to further enhance our users' experience on our platform by providing easily accessible and diverse financing options to them on our platform; (y) improving the accuracy of our internal risk control mechanism, which utilizes our extensive database of user information to assess the likelihood that the loan proceeds procured by our users will actually be used to purchase interior design and construction services on our platform, by building more advanced risk control modules and software and improving our user data analytics capability; and (z) recruiting 20 to 30 additional personnel with prior experience and specialization in risk control modelling, product design and project management, who will be responsible for the daily operation and management of our internal risk control system.

We initiated implementation of our multi-channel monetization strategies in March 2018, consisting of advertising services, loan referral services and supply chain management services. Advertising services for interior design and construction service providers on our platform is a new service we commenced in the beginning of 2018, which we expect to be a new source of revenue. While loan referral services and supply chain management services were available during the Track Record Period, the scope and revenue contribution of such services was much more limited prior to 2018. During the Track Record Period we received sales income from interior design and construction service providers who purchased materials, accessories and furnishings from us, as part of our supply chain management services. Sales income from our supply chain management services contributed 3.2% and 2.4% of our revenues for the years ended December 31, 2016 and 2017, respectively, while no revenue was generated from loan referral services during the Track Record Period. As part of our monetization strategy, we intend to charge the financial institutions a commission ranging from 2% to 4% of the loan proceeds for each user we refer to them. We will continue to expand such service offerings to make our platform more attractive to users and service providers and explore other monetization opportunities with the Offering proceeds. In light of our monetization strategies, we expect our selling and marketing expenses for 2018 to increase slightly compared to the years ended December 31, 2015, 2016 and 2017;

- (b) approximately HK\$107.2 million (equivalent to approximately RMB87.5 million and representing 10% of the net proceeds) is expected to be used for the development of our self-operated interior design and construction business, including expanding our Brausen and Jumei brands into up to 10 new provinces and 2 new municipalities in China, including Jiangsu (including Tier A, B and C cities), Zhejiang (including Tier A, B, C cities), Anhui (including Tier B and C cities), Yunnan (including Tier B and C cities), Hebei (including Tier B and C cities), Shandong (including Tier B and C cities), Liaoning (including Tier B and C cities), Hubei (including Tier A and C cities), Guangdong (including Tier A cities and C cities) and Shanxi (including Tier B and C cities), Tianjin and Chongqing over the next six years, which we estimate will require approximately RMB50 million for each new province, which will be funded by net proceeds of the Global Offering, external borrowings and internally generated funds.

We selected these 10 provinces and 2 municipalities based on our user acquisition potential in these areas, as determined by their high population density, high economic development rate, our large existing platform user base in these provinces, and the higher level of service quality which we believe we can provide to property owners, as compared to existing service providers in these provinces, factors which we believe will increase the demand for our services. We plan to expand our self-operated interior design and construction business in these 12 provinces as we expect such expansion will help strengthen our brand recognition in these provinces and attract more users from these provinces to our online platform business. We believe that the high service quality of our self-operated interior design and construction business will serve as a role model for licensees and other service providers in these provinces, thereby improving their service quality and customer conversion rate. Net proceeds designated for the development of our self-operated interior design and construction business will be used in offline marketing activities, building showrooms, expanding our storage capability, as well as the recruitment and training of designers. A portion of our working capital accumulated over the course of the six-year expansion plan will be used to fund the balance of such expansion;

- (c) approximately HK\$160.8 million (equivalent to approximately RMB131.3 million and representing 15% of the net proceeds) is expected to be used for investment in our technology infrastructure and system. Specifically, we plan to:
 - (i) increase investment in the development and maintenance of our user and service provider database;
 - (ii) improve our automatic order distribution system and ERP system so as to achieve higher operational efficiency and more accurate matching of users and service providers;
 - (iii) recruit high-quality engineers to further enhance our artificial intelligence and big data analytics capability; and
 - (iv) purchase additional servers and increase our bandwidth in order to improve the speed and stability of our website and mobile platforms;

- (d) approximately HK\$107.2 million (equivalent to approximately RMB87.5 million and representing 10% of the net proceeds) is expected to be used for making additional strategic investments and acquisitions in cash alone or in combination with equity. The key criteria for selecting our strategic investment and acquisitions targets include technology capabilities, monetization model, and the extent to which such investment or acquisition can help to expand our user base and monetization capability. Specifically, we plan to continue to invest in or acquire businesses that are complementary to our business, such as businesses with cutting-edge design visualization and machine learning technologies, local businesses with strong construction materials delivery and installation capabilities, and other interior design and construction online platforms with regional user bases; and
- (e) approximately HK\$53.6 million (equivalent to approximately RMB43.8 million and representing 5% of the net proceeds) is expected to be used as general working capital.

The table below sets forth the implementation timetable of our planned use of the net proceeds from the Global Offering based on the New Offer Price of HK\$4.85 per Share.

	Year Ended December 31,				Total
	2018	2019	2020	2021	
	<i>(RMB in million)</i>				
Marketing expenses	45.0	85.0	105.0	115.2	350.2
Supply chain management					
business	22.0	22.0	22.0	21.5	87.5
Loan referral business	22.0	22.0	22.0	21.5	87.5
Self-operated interior design and construction					
business	35.0	45.0	7.5	0.0	87.5
Technology infrastructure and system	35.0	45.0	50.0	1.3	131.3
Strategic investments and acquisitions	0.0	50.0	37.5	0.0	87.5
General working capital	15.0	15.0	13.8	0.0	43.8
Total Use of Proceeds	174.0	284.0	257.8	159.5	875.3

The above allocation of use of net proceeds is projected based on our current business plan and the amount of net proceeds that we expect to receive from the Global Offering. If the Over-allotment Option is fully exercised by the Joint Global Coordinators, we will receive net proceeds of approximately HK\$1,240.6 million for 36,304,500 Shares to be sold and transferred upon the full exercise of the Over-allotment Option, based on the New Offer Price, after deducting the underwriting fees and commissions payable by us. We intend to apply the additional net proceeds to the above uses in the proportions stated above.

To the extent that the net proceeds of the Global Offering are not immediately used for the above purposes and to the extent permitted by applicable laws and regulations, we intend to deposit such net proceeds into interest-bearing bank accounts with licensed banks and/or financial institutions.”

Statutory and General Information

A new sub-paragraph (v) is added under the section entitled “Appendix IV – Statutory and General Information – B. Further Information about Our Company – 5. Summary of Material Contracts” on page IV-5 to the Prospectus, and has been amended to read as follows:

“(v) the Price Determination Agreement.”

WORKING CAPITAL

Taking into account the financial resources available to us, revenue generated from our operations and the estimated proceeds from the Global Offering, and in the absence of unforeseen circumstances, our Directors are of the opinion that we have available sufficient working capital for our present requirements and for at least 12 months from the date of this Supplemental Prospectus and the Joint Sponsors concur with the Directors.

We do not expect the determination of the New Offer Price to have a material impact on our current operations, which throughout the Track Record Period have grown significantly. We expect our business to continue to grow in the markets in which we currently operate and that our present position of market leadership will allow us to capture growth opportunities in our growing industry. However, because of the New Offer Price we have had to adjust the amounts that we will allocate across the various components of our future expansion plans, as disclosed in “Amendments to the Prospectus – Future Plans and Use of Proceeds” herein. While we do not believe that this reduction and reallocation of proceeds will affect our ability to continue operating our business, it may impact our ability to grow at the rate and in the ways that we had previously anticipated. To the extent the proceeds from the Global Offering at the New Offer Price are insufficient to execute our expansion plans, we expect to utilize alternative financing options, including internally generated cash flow from operating activities, bank borrowings and other debt financing activities as well as additional equity financing, if and when such financing options become available. Further we cannot guarantee that any of our growth plans, whether based on the amount of proceeds from the originally anticipated Offer Price or the New Offer Price, will be successful and bring about the results we expect. See “Risk Factors – Risks Relating to Our Business – We may be unsuccessful in our efforts to continue expanding our business into new geographic areas in China and expect to incur additional costs, including rent, payroll and marketing expenses, in connection with such expansion” in the Prospectus.

SIGNIFICANT NEW INFORMATION

Our Directors are of the opinion that the determination of the New Offer Price and the relevant amendments in the Prospectus constitute significant new information which might be material to investors' ability to make an informed assessment of our Company in deciding whether to confirm an application for the Hong Kong Offer Shares.

Notwithstanding the above circumstances, you should note that it is the intention of our Company and the Joint Global Coordinators to proceed with the Global Offering.

If the conditions set out in the section headed "Structure of the Global Offering – Conditions of the Global Offering" in the Prospectus, which include the formal approval of the Stock Exchange for the listing of the Shares, are not fully satisfied or waived (where possible) by 8.00 a.m. on Thursday, July 12, 2018, the Global Offering will lapse. You are urged to read carefully this Supplemental Prospectus and, if you have applied for the Hong Kong Offer Shares, to consider carefully your right to confirm your application for Shares before the deadline as stipulated in item (4) of the revised timetable below. Applicants who have made valid applications for the Hong Kong Offer Shares, but who do not confirm the applications for such Hong Kong Offer Shares in accordance with the procedures for confirmation set out in the section headed "Confirmation of Applications" below, will be taken as not proceeding with their applications, and their applications will be rejected and refund cheques will be sent out as stipulated in item (9) of the revised timetable below.

REVISED TIMETABLE OF THE GLOBAL OFFERING

The allocation and listing of the Shares have been postponed in order to enable you to consider the potential impact of the determination of the Offer Price, which has been set at a price that is HK\$4.85 which is lower than the lowest end of the Offer Price range of HK\$6.80 per Share and lower than the highest end of the Offer Price range of HK\$9.00 per Share as disclosed in the Prospectus, together with other matters disclosed in this Supplemental Prospectus, on your decision to invest in the Offer Shares. Accordingly, our Company is asking applicants to confirm their applications.

The revised timetable⁽¹⁾ of the Global Offering is as follows:

- (1) Announcement of the New Offer Price and the issuance of the Supplemental Prospectus, to be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) Tuesday, July 3, 2018
- (2) A full announcement of the Hong Kong Public Offering containing (1) above will be published on the Stock Exchange's website at **www.hkexnews.hk** and our Company's website at **www.qeeka.com** from Tuesday, July 3, 2018
- (3) This Supplemental Prospectus and the Confirmation Form will be published on the Stock Exchange's website at **www.hkexnews.hk** and our Company's website at **www.qeeka.com** from Tuesday, July 3, 2018

- (4) The period when Eligible Applicants may confirm their applications for Hong Kong Offer Shares under the Hong Kong Public Offering in full:
- (a) For Eligible Applicants who applied
by using **WHITE** or **YELLOW** Application Forms
or using **HK eIPO White Form**. 9:00 a.m. to 5:00 p.m.
on Tuesday, July 3, 2018
Wednesday, July 4, 2018
Thursday, July 5, 2018
9:00 a.m. to 12:00 noon
on Friday, July 6, 2018
- (b) For Eligible Applicants who applied
by giving **electronic application instructions**
to HKSCC via CCASS. 9:00 a.m. to 8:30 p.m.
on Tuesday, July 3, 2018
8:00 a.m. to 8:30 p.m.
on Wednesday, July 4, 2018
Thursday, July 5, 2018
8:00 a.m. to 12:00 noon
on Friday, July 6, 2018
- (5) Results of allocations in the Hong Kong Public Offering (with identification document numbers, where appropriate) to be available through a variety of channels as described in the section headed “How to Apply for Hong Kong Offer Shares – Publication of Results” fromWednesday, July 11, 2018
- (6) Despatch of refund cheques on the difference between HK\$9.00 per Share, being the highest end of the Offer Price range as disclosed in the Prospectus and HK\$4.85 per Share, being the New Offer Price, with respect to valid applications and the full application amount in respect of invalid applications pursuant to the Hong Kong Public Offering onWednesday, July 11, 2018
- (7) Announcement of level of applications in the Hong Kong Public Offering and level of interest in the International Placing, taking into account all confirmations from Eligible Applicants, and the despatch arrangements for refund cheques with respect to unconfirmed applications, to be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) onWednesday, July 11, 2018

- (8) The announcement referred to in (7) above will be published on the Stock Exchange's website at **www.hkexnews.hk** and our Company's website at **www.geeka.com** fromWednesday, July 11, 2018
- (9) Despatch of refund cheques with respect to unconfirmed applications onWednesday, July 11, 2018
- (10) Despatch of Share certificates⁽²⁾ or deposit of share certificate into CCASS in respect of successful applications onWednesday, July 11, 2018
- (11) Dealings in Shares on the Stock Exchange to commence onThursday, July 12, 2018

Notes:

- (1) All times refer to Hong Kong local time.
- (2) Share certificates for the Offer Shares will only become valid certificates of title at 8:00 a.m. on Thursday, July 12, 2018 provided that (i) the Global Offering has become unconditional in all respects and (ii) the right of termination as described in the section headed "Underwriting – Grounds for Termination" in the Prospectus has not been exercised and has lapsed."

CONFIRMATION OF APPLICATIONS

In order for the application of an applicant who has made a valid application in accordance with the Application Forms ("Eligible Applicant") not to be rejected, positive confirmation of the application, through the due completion of a Confirmation Form for an Eligible Applicant to confirm its/his/her application, will have to be received from the relevant Eligible Applicant. If a Confirmation Form is lodged, the confirmation must (and will) apply to all the Hong Kong Offer Shares allocated to the Eligible Applicant concerned.

Any confirmation will be irrevocable once made.

Eligible Applicants who wish to confirm their applications will be required to take action, on the basis described below, no later than the deadline as stipulated in item (4) of the revised timetable.

Eligible Applicants who do not confirm their applications in the prescribed manner will have their applications rejected.

No interest shall be payable on or with respect to application monies (including any refunded application monies) on account of or following the extension to the timetable of the Global Offering or otherwise.

Confirmation Form may be obtained from 9:00 a.m. to 5:00 p.m. on Tuesday, July 3, 2018, Wednesday, July 4, 2018 and Thursday, July 5, 2018 and 9:00 a.m. to 12:00 noon on Friday, July 6, 2018 at any of the places stated in the sections headed "Addresses of the Hong

Kong Underwriters” and “Relevant branches of the receiving banks” below. (Eligible Applicants who applied by using **HK eIPO White Form** will receive a copy of the Confirmation Form, together with a link to the Supplemental Prospectus and the announcement referred to in item (2) of the revised timetable posted on the Stock Exchange’s website, by email from the designated HK eIPO White Form Service Provider.) Confirmation of an application by an Eligible Applicant can only be given by validly completing and lodging a Confirmation Form.

- (a) For Eligible Applicants who applied by using **WHITE** or **YELLOW** Application Forms or using **HK eIPO White Form**

To confirm, the applicant must:

1. complete the Confirmation Form by filling in all required information (including the applicant’s identification document number which must be the same as the one filled in the **WHITE** or **YELLOW** Application Form or **HK eIPO White Form**) and sign the Confirmation Form. For joint applicants, a Confirmation Form validly completed by any joint applicant will be valid and binding on the other joint applicant(s); and
2. deposit the completed Confirmation Form at any of the branches set out in the section headed “Relevant branches of the receiving banks” below, which must be lodged by 12:00 noon on Friday, July 6, 2018.

Eligible Applicants who applied using **YELLOW** Application Forms through brokers, banks or other intermediaries and/or who had not provided their names and addresses on their Application Forms should check with their brokers, banks or other intermediaries to establish the latest time on which they can give instructions for the application confirmation as such latest time may be earlier than the deadline as stipulated in item (4)(a) of the above revised timetable. Eligible Applicants who do not meet the deadlines set by their brokers, banks or other intermediaries may not be able to confirm their applications. If a broker, bank or other intermediary fails to confirm an applicant’s confirmation in accordance with the procedures stipulated for confirmation, then the applicant’s confirmation may not be accepted and neither our Company nor anyone else connected with the Hong Kong Public Offering will be responsible for any loss incurred thereby.

- (b) For Eligible Applicants who applied by giving electronic application instructions to HKSCC via CCASS

To confirm:

Eligible Applicants who are CCASS Investor Participants may give instructions to HKSCC to confirm their applications. For details, such Eligible Applicants may refer to the internet broadcast message via the CCASS Internet System at <https://ip.ccass.com> or call the CCASS Phone System by calling 2979 7888 for assistance; and

Eligible Applicants who are not CCASS Investor Participants may instruct their brokers or custodians who are CCASS Clearing Participants or CCASS Custodian Participants to give instructions to HKSCC to confirm their applications. For details, CCASS Clearing Participants and CCASS Custodian Participants may refer to the broadcast message via the CCASS terminal. For enquiries, they may call the CCASS hotline 2979 7111.

Eligible Applicants who applied by giving electronic application instructions to HKSCC via CCASS should check with their brokers, banks or other intermediaries to establish the latest time on which they can give instructions for the application confirmation as such latest time may be earlier than the deadline as stipulated in item (4)(b) of the above revised timetable. Eligible Applicants who do not meet the deadlines set by their brokers, banks or other intermediaries may not be able to confirm their applications. If a broker, bank or other intermediary fails to confirm an applicant's application in accordance with the procedures stipulated for confirmation, then the applicant's confirmation may not be accepted and neither our Company nor anyone else connected with the Hong Kong Public Offering will be responsible for any loss incurred thereby.

ADDRESSES OF THE HONG KONG UNDERWRITERS

Goldman Sachs (Asia) L.L.C. 59/F, Cheung Kong Center
2 Queen's Road Central
Central
Hong Kong

CLSA Limited 18/F, One Pacific Place
88 Queensway
Hong Kong

RELEVANT BRANCHES OF THE RECEIVING BANKS

(a) Bank of China (Hong Kong) Limited

	Branch name	Address
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
Kowloon	194 Cheung Sha Wan Road Branch	194-196 Cheung Sha Wan Road Sham Shui Po Kowloon
	Kwun Tong Plaza Branch	G1 Kwun Tong Plaza 68 Hoi Yuen Road Kwun Tong
	Shanghai Street (Mong Kok) Branch	611-617 Shanghai Street Mong Kok
New Territories	Kau Yuk Road Branch	18-24 Kau Yuk Road Yuen Long

(b) Industrial and Commercial Bank of China (Asia) Limited

	Branch name	Address
Hong Kong Island	Fortress Hill Branch	Shop A-C, G/F, Kwong Chiu Terrace 272-276 King's Road Hong Kong
Kowloon	Tsimshatsui East Branch	Shop B, G/F, Railway Plaza 39 Chatham Road South Tsimshatsui, Kowloon
New Territories	Shatin Branch	Shop 22J, Level 3, Shatin Centre, New Territories

REALLOCATION OF HONG KONG OFFER SHARES FOR WHICH VALID CONFIRMATIONS ARE NOT RECEIVED

Hong Kong Offer Shares in respect of which valid confirmations are not received will be reallocated to investors under the International Placing and will not be re-offered under the Hong Kong Public Offering.

CERTIFICATES OF EXEMPTION AND WAIVER GRANTED IN RESPECT OF THIS SUPPLEMENTAL PROSPECTUS

Rule 8.06 of the Listing Rules

We have applied to, and have obtained from, the Stock Exchange a waiver from strict compliance with requirements under Rule 8.06 of the Listing Rules in relation to the inclusion to the Prospectus and/or this Supplemental Prospectus of our Company's audited financial results covering a period not more than six months before the date of this Supplemental Prospectus. The waiver is applied for on the grounds that (i) postponement of the Global Offering was due to reasons not attributable to the Company, the Directors or any other party involved in the Global Offering; (ii) strict compliance with the requirements under Rule 8.06 of the Listing Rules would be unduly burdensome, as additional works would have to be undertaken by our Company and the professional parties involved in the Global Offering which will inevitably cause further delay to the Listing timetable; and (iii) our Directors are satisfied that the rights of the investing public will not be prejudiced given that our Directors have confirmed that, up to the date of the Prospectus and this Supplemental Prospectus and save as otherwise disclosed therein and herein, there has been no material adverse change in the Group's financial, operational or trading position since December 31, 2017, being the end of the period reported on in the Accountant's Report in Appendix I to the Prospectus.

The waiver from strict compliance with Rule 8.06 of the Listing Rules is subject to the following conditions:

1. the Triggering Events which resulted in the issue of this Supplemental Prospectus are outside our Company's control;
2. our Directors and the relevant experts to provide a confirmation in this Supplement Prospectus that, taking into account the Triggering Events, there are no changes to

the information contained in the Accountant's Report as set forth in Appendix I to the Prospectus as of the date of this Supplemental Prospectus;

3. the Joint Sponsors to provide a confirmation in this Supplement Prospectus that, taking into account the Triggering Events and save as disclosed in this Supplemental Prospectus, there are no other material changes to the information contained in the Prospectus (including any statements made by the Joint Sponsors in the Prospectus) as of the date of this Supplemental Prospectus;
4. our Directors to provide a confirmation in this Supplement Prospectus that the information contained in the Prospectus, as supplemented by this Supplemental Prospectus, remains 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 in the Prospectus or herein misleading; and
5. the Accountant's Report is not outdated by more than 15 days and our Directors and the Joint Sponsors have demonstrated that it is impracticable to update the relevant reports within the period between the occurrence of the Triggering Events and the proposed issue of this Supplemental Prospectus.

Section 44A(1) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance

Our Company has applied for, and obtained from the SFC, a certificate of exemption from strict compliance with the requirements under section 44A(1) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance in relation to the opening of the subscription lists for the allotment of the Shares following the issue of the Prospectus as amended by this Supplemental Prospectus. The certificate of exemption is applied for on the grounds that strict compliance with the requirement under section 44A(1) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance would be unduly burdensome.

If the requirement under section 44A(1) of the Companies (Winding Up and Miscellaneous Provisions Ordinance) is to be strictly complied with, there will be a further delay to the Listing timetable. Our Directors consider that as the information contained in this Supplemental Prospectus would not affect the substance of the Prospectus which forms the basis of the investors' decision in subscribing for the Company's shares, a further delay in the Listing timetable due to strict compliance with the requirement under Section 44A(1) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance may not be justified.

An exemption from strict compliance with section 44A(1) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance would not prejudice the interests of the investing public. Our Company is of the view that the rights of the eligible applicants and the investing public will not be prejudiced given that the eligible applicants will be granted an opportunity to confirm whether or not to proceed with their applications for Hong Kong Offer Shares after considering the additional information contained in this Supplemental Prospectus.

Our Directors confirmed that they have also considered the materiality of the amendments made in this Supplemental Prospectus and have concluded that these amendments are not sufficiently material as to justify extension or delay of the offer period, nor are they likely to affect the decision of a reasonable prospective investor in making an investment decision in respect of the Hong Kong Offer Shares.

Section 342(1) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (except for paragraph 3 of Part 1 of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance)

We have also applied for, and obtained from the SFC, a certificate of exemption from strict compliance with the requirements of section 342(1) of the Companies (Winding Up and

Miscellaneous Provisions) Ordinance (except for paragraph 3 of Part 1 of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance) in respect of the contents of this Supplemental Prospectus. The certificate of exemption is applied for on the grounds that (i) the information required to be included in a prospectus as prescribed under Section 342(1) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance has been disclosed in the Prospectus. As this Supplemental Prospectus will be read in conjunction with the Prospectus, the repetition of the requisite information in this Supplemental Prospectus would be unduly burdensome and unnecessary; and (ii) if the requirements of section 342(1) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance are to be strictly complied with, the Company would have to undertake a considerable amount of work to prepare, update and finalize the information to be included in this Supplemental Prospectus. Our Directors consider that the benefits of such work to the prospective investors of the Company may not justify the additional work and expenses involved and the delay in the original timetable, given that the required information has been included in the Prospectus which will be read in conjunction with this Supplemental Prospectus.

The exemption from strict compliance with the requirements under section 44A(1) and section 342(1) (except for paragraph 3 of Part 1 of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance is subject to the following conditions:

- (i) particulars of this exemption are set out in this Supplemental Prospectus;
- (ii) the Supplemental Prospectus will be issued on or before July 3, 2018; and
- (iii) the Supplemental Prospectus will be made available or distributed at all locations at which copies of the Prospectus were made available or distributed to the public.

BILINGUAL PROSPECTUS

The English language and Chinese language versions of this Supplemental Prospectus are being published separately in reliance upon the exemption provided by section 4 of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

NO SIGNIFICANT CHANGE AND NO SIGNIFICANT NEW MATTER

Save as disclosed in this Supplemental Prospectus, there has been no significant change and no significant new matter that has arisen since the publication of the Prospectus dated June 21, 2018. Since June 21, 2018, there has been no material adverse change in the financial or trading position or prospects of our Company.

Our Directors and the Reporting Accountant have confirmed that, taking into account the change of Offer Price, there are no changes to the information contained in the Accountant's Report as set forth in Appendix I to the Prospectus as of the date of this Supplemental Prospectus.

The Joint Sponsors have confirmed that, taking into account the Triggering Events and save as disclosed in this Supplemental Prospectus, there are no other material changes to the

information contained in the Prospectus (including any statements made by the Joint Sponsors in the Prospectus) as of the date of this Supplemental Prospectus.

Our Directors have confirmed that the information contained in the Prospectus, as supplemented by this Supplemental Prospectus, remains 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 in the Prospectus or herein misleading.

EXPERT AND CONSENT

Qualification of experts

The following sets forth the qualification of experts who have given opinions and/or whose name is included in this Supplemental Prospectus:

Name	Qualification
Goldman Sachs (Asia) L.L.C.	A licensed corporation to conduct Type 1 (dealing in securities), Type 4 (advising on securities), Type 5 (advising on futures contracts), Type 6 (advising on corporate finance) and Type 9 (asset management) regulated activities (as defined in the SFO)
CLSA Capital Markets Limited	A licensed corporation to conduct Type 4 (advising on securities) and Type 6 (advising on corporate finance) regulated activities (as defined in the SFO)
PricewaterhouseCoopers	Certified Public Accountants

DOCUMENTS AVAILABLE FOR PUBLIC INSPECTION

Copies of the following documents will be available for inspection at the office of Kirkland & Ellis at 26th Floor, Gloucester Tower, The Landmark, 15 Queen's Road Central, Hong Kong during the normal business hours up to and including the date which is 14 days from the date of this Supplemental Prospectus along with the documents set out under "Documents available for inspection" in Appendix V to the Prospectus:

- (a) the letter from PricewaterhouseCoopers in respect of the unaudited pro forma financial information, the text of which is set out in Appendix I to this Supplemental Prospectus;
- (b) the additional material contract referred to in the paragraph headed "Amendments to the Prospectus – Statutory and General Information" in this Supplemental Prospectus; and

- (c) the written consents of the Joint Sponsors and PricewaterhouseCoopers in relation to the issue of this Supplemental Prospectus with the inclusion of their respective names and references in the form and context in which they respectively appear in this Supplemental Prospectus.

By Order of the Board
Qeeka Home (Cayman) Inc.
Deng Huajin
Chairman

As at the date of this Supplemental Prospectus, the executive Directors are Mr. Deng Huajin, Mr. Tian Yuan, and Mr. Gao Wei; the non-executive Directors are Mr. Li Gabriel, Mr. Sheng Gang and Mr. Wu Haifeng; and the independent non-executive Directors are Mr. Zhang Lihong, Mr. Cao Zhiguang, and Mr. Wong Man Chung Francis.

APPENDIX I

UNAUDITED PRO FORMA FINANCIAL INFORMATION

For illustrative purpose only, the unaudited pro forma financial information based on the New Offer Price of HK\$4.85 per Share prepared in accordance with Rule 4.29 of the Listing Rules is set forth below to provide the prospective investors with further information on how the proposed listing might have affected the financial position of our Group after the completion of the Global Offering.

The unaudited pro forma financial information is derived according to a number of adjustments. Although reasonable care has been exercised in preparing such information, prospective investors who read the information should bear in mind that these figures are inherently subject to adjustments and may not give a complete picture of the actual financial performance and condition of our Group during the Track Record Period or any further date.

The information set forth in this Appendix does not form part of the accountants' report prepared by PricewaterhouseCoopers, Certified Public Accountants, Hong Kong, the reporting accountant of our Company, as set forth in Appendix I to the Prospectus, and is included herein for illustrative purposes only.

The unaudited pro forma financial information should be read in conjunction with the sections headed "Financial Information" in the Prospectus and "Amendments to the Prospectus" in this Supplemental Prospectus, and the accountants' report set forth in Appendix I to the Prospectus.

APPENDIX I

A. UNAUDITED PRO FORMA FINANCIAL INFORMATION

The following unaudited pro forma adjusted net tangible assets prepared in accordance with Rule 4.29 of the Listing Rules are set out below to illustrate the effect of the Global Offering on the consolidated net tangible assets attributable to the equity holders of the Company as of December 31, 2017 as if the Global Offering had taken place on that date.

The unaudited pro forma adjusted net tangible assets has been prepared for illustrative purposes only and, because of its hypothetical nature, it may not give a true picture of the consolidated net tangible assets of the Group had the Global Offering been completed as at December 31, 2017 or at any future dates.

Audited consolidated net tangible liabilities of the Group attributable to equity holders of the Company as at December 31, 2017 <i>(Note 1)</i> <i>RMB'000</i>	Conversion of preferred shares <i>(Note 2)</i> <i>RMB'000</i>	Estimated net proceeds from the Global Offering <i>(Note 3)</i> <i>RMB'000</i>	Unaudited pro forma adjusted net tangible assets attributable to equity holders of the Company <i>RMB'000</i>	Unaudited pro forma adjusted net tangible assets per Share <i>(Note 4)</i> <i>RMB</i> <i>HK\$</i>	
Based on the New Offer Price at HK\$4.85 per Share	(1,480,497)	1,804,607	884,849	1,208,959	1.00 1.22

Notes:

- (1) The audited consolidated net tangible liabilities attributable to the equity holders of the Company as at December 31, 2017 is extracted from the Accountant's Report set out in Appendix I to the Prospectus, which is based on the audited consolidated deficits of the Group attributable to the equity holders of the Company as at December 31, 2017 of RMB(1,466,965,000) with adjustments for the intangible assets as at December 31, 2017 of RMB5,736,000 attributable to equity holders and goodwill as at December 31, 2017 of RMB7,796,000.
- (2) The Company's Series A Preferred Shares, Series B Preferred Shares and Series C Preferred Shares are all required to be converted into ordinary shares upon the Listing. The adjustment represents the impact of the conversion of all these preferred shares into ordinary shares, issued up to the date of this prospectus, on the net tangible assets attributable to the equity holders. The estimated impact is calculated for 32,730,531 Series A Preferred Shares and 21,434,013 Series B Preferred Shares outstanding as at December 31, 2017 based on their respective carrying value as of that date, and 1,134,014 Series C Preferred Shares issued in March 2018 based on the issuance consideration of RMB63,095,000.

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- (3) The estimated net proceeds from the Global Offering are based on the New Offer Price, after deduction of the underwriting fees and other related expenses (excluding listing expenses of approximately RMB9,403,000 which have been accounted for during the Track Record Period) payable by us and takes no account of any Shares which may fall to be issued upon the exercise of the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme or any Shares which may be granted and issued or repurchased by us pursuant to the General Mandate and the Repurchase Mandate.
- (4) The unaudited pro forma net tangible assets per Share is arrived at after the adjustments referred to in the preceding paragraphs and on the basis that 1,210,124,090 Shares (including the completion of the conversion of the preferred shares into ordinary shares as mentioned above and the Capitalization Issue to be effective upon Listing) were in issue assuming that the Global Offering has been completed on December 31, 2017 but takes no account of any Shares which may fall to be issued upon the exercise of the Over-allotment Option and the options granted under the Pre-IPO Share Option Scheme or any Shares which may be granted and issued or repurchased by the Company pursuant to the General Mandate and the Repurchase Mandate.
- (5) Except as disclosed above, no adjustment has been made to reflect to any trading results of other transactions entered into subsequent to December 31, 2017.
- (6) For the purpose of this unaudited pro forma adjusted net tangible assets, the balances stated in Renminbi are converted into Hong Kong dollars at the rate of HK\$1.00 to RMB0.8167.

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The following is the text of a report received from PricewaterhouseCoopers, Certified Public Accountants, Hong Kong, for the purpose of incorporation in this Supplemental Prospectus.

B. ACCOUNTANT'S REPORT ON THE UNAUDITED PRO FORMA FINANCIAL INFORMATION

INDEPENDENT REPORTING ACCOUNTANT'S ASSURANCE REPORT ON THE COMPILATION OF UNAUDITED PRO FORMA FINANCIAL INFORMATION

To the Directors of Qeeka Home (Cayman) Inc.

We have completed our assurance engagement to report on the compilation of unaudited pro forma financial information of Qeeka Home (Cayman) Inc. (the "Company") and its subsidiaries (collectively the "Group") by the directors for illustrative purposes only. The unaudited pro forma financial information consists of the unaudited pro forma adjusted net tangible assets as at 31 December 2017, and related notes (the "Unaudited Pro Forma Financial Information") as set out on pages S-I-2 to S-I-3 of the Company's supplemental prospectus dated 3 July 2018, in connection with the proposed initial public offering of shares (the "Listing") of the Company. The applicable criteria on the basis of which the directors have compiled the Unaudited Pro Forma Financial Information are described on pages S-I-2 to S-I-3.

The Unaudited Pro Forma Financial Information has been compiled by the directors to illustrate the impact of the Listing on the Group's financial position as at 31 December 2017 as if the Listing had taken place at 31 December 2017. As part of this process, information about the Group's financial position has been extracted by the directors from the Group's financial information for the year ended 31 December 2017, on which an accountant's report has been published and included in the Company's prospectus dated 21 June 2018.

Directors' Responsibility for the Unaudited Pro Forma Financial Information

The directors are responsible for compiling the Unaudited Pro Forma Financial Information in accordance with paragraph 4.29 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and with reference to Accounting Guideline 7 Preparation of Pro Forma Financial Information for Inclusion in Investment Circulars ("AG 7") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

Our Independence and Quality Control

We have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by the HKICPA, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Our firm applies Hong Kong Standard on Quality Control 1 issued by the HKICPA and accordingly maintains a comprehensive system of quality control including documented

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policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Reporting Accountant's Responsibilities

Our responsibility is to express an opinion, as required by paragraph 4.29(7) of the Listing Rules, on the Unaudited Pro Forma Financial Information and to report our opinion to you. We do not accept any responsibility for any reports previously given by us on any financial information used in the compilation of the Unaudited Pro Forma Financial Information beyond that owed to those to whom those reports were addressed by us at the dates of their issue.

We conducted our engagement in accordance with Hong Kong Standard on Assurance Engagements 3420, Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus, issued by the HKICPA. This standard requires that the reporting accountant plans and performs procedures to obtain reasonable assurance about whether the directors have compiled the Unaudited Pro Forma Financial Information in accordance with paragraph 4.29 of the Listing Rules and with reference to AG 7 issued by the HKICPA.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the Unaudited Pro Forma Financial Information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the Unaudited Pro Forma Financial Information.

The purpose of unaudited pro forma financial information included in a circular is solely to illustrate the impact of a significant event or transaction on unadjusted financial information of the entity as if the event had occurred or the transaction had been undertaken at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the Listing at 31 December 2017 would have been as presented.

A reasonable assurance engagement to report on whether the unaudited pro forma financial information has been properly compiled on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by the directors in the compilation of the unaudited pro forma financial information provide a reasonable basis for presenting the significant effects directly attributable to the event or transaction, and to obtain sufficient appropriate evidence about whether:

- The related pro forma adjustments give appropriate effect to those criteria; and
- The unaudited pro forma financial information reflects the proper application of those adjustments to the unadjusted financial information.

The procedures selected depend on the reporting accountant's judgment, having regard to the reporting accountant's understanding of the nature of the company, the event or transaction

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in respect of which the unaudited pro forma financial information has been compiled, and other relevant engagement circumstances.

The engagement also involves evaluating the overall presentation of the unaudited pro forma financial information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our work has not been carried out in accordance with auditing standards or other standards and practices generally accepted in the United States of America or auditing standards of the Public Company Accounting Oversight Board (United States) and accordingly should not be relied upon as if it had been carried out in accordance with those standards and practices.

Opinion

In our opinion:

- (a) the Unaudited Pro Forma Financial Information has been properly compiled by the directors of the Company on the basis stated;
- (b) such basis is consistent with the accounting policies of the Group; and
- (c) the adjustments are appropriate for the purposes of the Unaudited Pro Forma Financial Information as disclosed pursuant to paragraph 4.29(1) of the Listing Rules.

PricewaterhouseCoopers

Certified Public Accountants

Hong Kong, 3 July 2018