CIRCULAR DATED 2 MARCH 2016

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action you should take, you should consult your stockbroker, bank manager, solicitor, accountant, or other professional adviser immediately.

If you have sold or transferred all your shares in the capital of Jacks International Limited (the "**Company**") represented by physical share certificate(s), you should forward this Circular with the Notice of Extraordinary General Meeting and the accompanying Proxy Form immediately to the purchaser or transferee or to the bank, stockbroker or agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee. If you have sold or transferred all your shares in the Company held through The Central Depository (Pte) Limited ("**CDP**"), you need not forward this Circular to the purchaser or transferee as arrangements will be made by CDP for a separate Circular to be sent to the purchaser or transferee.

The Singapore Exchange Securities Trading Limited assumes no responsibility for the accuracy of any of the statements made, reports contained or opinions expressed in this Circular.



Jacks International Limited

Incorporated in the Republic of Singapore
Reg. No.: 197903888Z

CIRCULAR TO SHAREHOLDERS

IN RELATION TO

THE PROPOSED CHANGE OF NAME OF THE COMPANY TO CAMSING HEALTHCARE LIMITED

IMPORTANT DATES AND TIMES

Last date and time for lodgement of Proxy Form	:	26 March 2016 at 11.00 a.m.
Date and time of Extraordinary General Meeting	:	28 March 2016 at 11.00 a.m.
Place of Extraordinary General Meeting	:	18, Kaki Bukit Road 3 #05-16, Entrepreneur Business Centre Singapore 415978

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DEFINITIONS

In this Circular, the following definitions apply throughout unless otherwise stated:-

"ACRA"	:	The Accounting and Corporate Regulatory Authority of Singapore
"Articles of Association"	:	The articles of association of the Company for the time being in force as originally framed, or as amended or modified from time to time
"Board"	:	The Board of Directors of the Company
"CDP"	:	The Central Depository (Pte) Limited
"Circular"	:	This circular dated 2 March 2016 to the Shareholders
"Companies Act"	:	The Companies Act (Chapter 50) of Singapore, as amended or modified from time to time
"Company"	:	Jacks International Limited
"Directors"	:	The directors of the Company, including alternate directors of the Company (if any), as at the date of this Circular, and "**Director**" means any of them
"EGM"	:	The extraordinary general meeting of the Company to be convened on 28 March 2016 at 11.00 a.m., the notice of which is set out in the Notice of EGM on page N-1 of this Circular
"Health Supplements Business"	:	The whole of the business and undertaking carried on by the Company and its subsidiaries and associated companies as an importer and retailer of health supplements and healthcare products
"Group"	:	The Company and all its subsidiaries and associated companies
"Latest Practicable Date"	:	23 February 2016, being the latest practicable date prior to the printing of this Circular
"Listing Manual"	:	The listing manual of the SGX-ST, as amended or modified from time to time
"Memorandum"	:	The memorandum of association of the Company for the time being in force as originally framed, or as amended from time to time
"Notice of EGM"	:	The notice of EGM set out on page N-1 of this Circular
"Proposed Change of Name"	:	The proposed change of name of the Company to Camsing Healthcare Limited
"Securities and Futures Act"	:	The Securities and Futures Act (Chapter 289) of Singapore as amended, supplemented or modified from time to time
"Securities Account"	:	Securities accounts maintained by Depositors with CDP but not including securities sub-accounts maintained with a Depository Agent

"SGX-ST"	:	Singapore Exchange Securities Trading Limited
"Shareholders"	:	Registered holders of the Shares, except that where the registered holder is CDP, the term "**Shareholders**" shall, where the context admits, mean the Depositors whose Securities Accounts are credited with the Shares
"Shares"	:	Ordinary shares in the capital of the Company
"Substantial Shareholder"	:	In relation to the Company, a person who has an interest in not less than 5% of the issued voting shares of the Company
"S$" and **"cents"**	:	Singapore dollars and cents respectively, the lawful currency of the Republic of Singapore
"%"	:	Percentage or per centum

The terms "**Depositor**", "**Depository Agent**" and "**Depository Register**" shall have the same meanings ascribed to them, respectively in Section 81SF of the Securities and Futures Act.

Words importing the singular shall, where applicable, include the plural and *vice versa* and words importing the masculine gender shall, where applicable, include the feminine and neuter gender and *vice versa*. References to persons shall, where applicable, include corporations.

Any reference in this Circular to any enactment is a reference to that enactment for the time being amended or re-enacted. Any term defined under the Companies Act or the Listing Manual or any statutory modification thereof and used in this Circular shall, where applicable, have the meaning assigned to it under the Companies Act or the Listing Manual or any statutory modification thereof, as the case may be, unless otherwise provided.

Any reference to a time of day in this Circular shall be a reference to Singapore time unless otherwise stated.

Any discrepancies in figures included in this Circular between the amounts shown and the totals thereof are due to rounding.

JACKS INTERNATIONAL LIMITED

(Incorporated in the Republic of Singapore)
(Registration No. 197903888Z)

Board of Directors

Lo Ching *(Executive Chairman)*
Liu Hui *(Executive Director)*
Maurice Tan Huck Liang *(Independent Non-Executive Director)*
Lau Chin Hock Kenneth Raphael *(Independent Non-Executive Director)*
Ong Wei Jin *(Non-Independent Non-Executive Director)*

Registered Office

4 Shenton Way
SGX Centre II
#17-01
Singapore 068807

2 March 2016

To: The Shareholders of **Jacks International Limited**

Dear Sir/ Madam,

THE PROPOSED CHANGE OF NAME OF THE COMPANY TO CAMSING HEALTHCARE LIMITED

1. INTRODUCTION

1.1 The Directors are convening the EGM to seek Shareholders' approval for the proposed change of name of the Company from "Jacks International Limited" to "Camsing Healthcare Limited".

1.2 The purpose of this Circular is to explain the reason for, and provide Shareholders with information relating to the Proposed Change of Name to be tabled at the EGM and to seek Shareholders' approval for the resolution relating to the same. The Notice of EGM is set out on page N-1 of this Circular.

1.3 The SGX-ST assumes no responsibility for the accuracy of any of the statements made, reports contained or opinions expressed in this Circular.

1.4 This Circular has been prepared solely for the purpose set out herein and may not be relied upon by any persons (other than the Shareholders) or for any other purpose.

2. THE PROPOSED CHANGE OF NAME OF THE COMPANY

2.1 Rationale

On 18 November 2015, the Company was acquired by Creative Elite Holdings Limited, an investment holding company owned by Ms. Lo Ching. Ms. Lo Ching, an Hong Kong based entrepreneur, owns and operates Guangzhou Camsing Limited Company, a business covering brand licensing, promotion and distribution of consumer products in China. Borrowing the strength of the established distribution networks of the new owner, the Company has strategized to expand its Health Supplements Business in the China market. The Company has also identified other opportunities to expand the business lines through acquisitions.

As a result of the acquisition and the new business strategy, the Company is entering into a broader business area than the existing Health Supplements Business.

In view of the above, the proposed change of name of the Company to "Camsing Healthcare Limited" will better reflect the Company's plan to expand its existing business in China, and to acquire more business in the healthcare sector.

The Board is aware that Shareholders' approval will be required to be sought in the event there is a change in the Group's risk profile arising from any acquisitions and joint ventures undertaken by the Company in other new business segments. In such event, the Company will take the necessary actions and obtain Shareholders' prior approval for, *inter alia*, the diversification into new businesses, before proceeding.

The Proposed Change of Name will not affect any of the Shareholders' rights or the Company's operations and financial position.

2.2 Approvals

The Proposed Change of Name is subject to Shareholders' approval, and will be proposed as a special resolution at the EGM. Meanwhile, the Company has on 16 February 2016 made an application to ACRA for the Proposed Change of Name to "Camsing Healthcare Limited".

Subject to the approval of Shareholders and registration by ACRA, the Company shall change its name to "Camsing Healthcare Limited" and the name "Camsing Healthcare Limited" shall be substituted for "Jacks International Limited", wherever the latter name appears in the Company's Memorandum and Articles of Association. The Company will make an announcement when its change of name takes effect.

2.3 Existing share certificates

Shareholders should note that notwithstanding the change of the Company's name, the Company will not recall existing share certificates which will continue to be *prima facie* evidence of legal title. No further action would be required on the part of Shareholders.

2.4 Existing Memorandum and Articles of Association

Upon the change of the name of the Company to "Camsing Healthcare Limited", the name "Camsing Healthcare Limited" shall be substituted for "Jacks International Limited" wherever the latter name appears in the Memorandum and Articles of Association of the Company.

3. INTERESTS OF DIRECTORS, CHIEF EXECUTIVE OFFICER AND SUBSTANTIAL SHAREHOLDERS

3.1 As at the Latest Practicable Date, the interests of the Directors, chief executive officer and Substantial Shareholders of the Company based on the Register of Directors' Shareholdings and the Register of Chief Executive Officer's Shareholdings pursuant to Section 164 of the Companies Act and the Register of Substantial Shareholders pursuant to Section 88 of the Companies Act are as follows:-

	Direct Interest		Deemed Interest	
	Number of Shares	%[1]	Number of Shares	%[1]
Directors				
Lo Ching[2]	–	–	25,008,120	83.36
Liu Hui	–	–	–	–
Maurice Tan Huck Liang	–	–	–	–
Lau Chin Hock Kenneth Raphael	–	–	–	–
Ong Wei Jin	–	–	–	–
Chief Executive Officer				
Zhong Wenqing[3]	–	–	600,000	2
Substantial Shareholders Other than Directors and the chief executive officer				
Creative Elite Holdings Limited[2]	25,008,120	83.36	–	–

Notes:-

(1) Based on 29,999,993 Shares as at Latest Practicable Date.

(2) Ms Lo Ching is deemed to be interested in the 25,008,120 shares held by Creative Elite Holdings Limited, a company wholly-owned by Ms Lo Ching.

(3) Mr Zhong Wenqing is deemed to be interested in the 600,000 shares held by Golden Age Consultancy Limited, a company wholly-owned by Mr Zhong Wenqing.

3.2 None of the Directors, chief executive officer or Substantial Shareholders of the Company has any interest or is deemed to be interested in the Proposed Change of Name (other than through their respective shareholdings in the Company).

4. DIRECTORS' RECOMMENDATIONS

The Directors have considered the information set out in this Circular in its entirety, in particular (but not limited to), the rationale for the proposed change of name of the Company set out in paragraph 2.1 of this Circular.

The Directors are of the view that the proposed change of name of the Company will be in the interest of the Company and recommend that Shareholders vote in favour of the special resolution relating to the proposed change of name of the Company to be proposed at the EGM as set out in page N-1 of this Circular.

5. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on page N-1 of this Circular will be held on 28 March 2016, at 18, Kaki Bukit Road 3, #05-16, Entrepreneur Business Centre, Singapore 415978 at 11.00 a.m. for the purpose of considering and, if thought fit, passing with or without any modification, the resolution set out in the Notice of EGM of this Circular.

6. ACTION TO BE TAKEN BY SHAREHOLDERS

6.1 Appointment of Proxies

If a Shareholder is unable to attend the EGM and wishes to appoint a proxy to attend and vote on his behalf, he should complete, sign and return the attached Proxy Form in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach the registered office of the Company at 4 Shenton Way, SGX Centre II, #17-01, Singapore 068807 at not less than 48 hours before the time fixed for the EGM. Completion and return of the Proxy Form by a Shareholder will not prevent him from attending and voting at the EGM if he so wishes.

6.2 When Depositor regarded as Shareholder

A Depositor shall not be regarded as a member of the Company entitled to attend the EGM and to speak and vote thereat unless his name appears on the Depository Register maintained by CDP as at 72 hours before the EGM.

7. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Directors, including those who have delegated detailed responsibility for the Circular, and the Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Change of Name, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading. Where information in this Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Circular in its proper form and context.

8. INSPECTION OF DOCUMENTS

Copies of the following documents are available for inspection at the registered office of the Company at 4 Shenton Way, SGX Centre II, #17-01, Singapore 068807 during normal business hours on any weekday (public holidays excepted) from the date of this Circular up to and including the date of the EGM of the Company:-

(a) the application to ACRA for the proposed change of name to "Camsing Healthcare Limited"; and

(b) the Memorandum and Articles of Association of the Company.

Yours faithfully
For and on behalf of the Board of Directors

Lo Ching
Executive Chairman
JACKS INTERNATIONAL LIMITED

JACKS INTERNATIONAL LIMITED

(Registration No. 197903888Z)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of Jacks International Limited (the "**Company**") will be held at 18, Kaki Bukit Road 3, #05-16, Entrepreneur Business Centre, Singapore 415978 on 28 March 2016 at 11.00 a.m., for the purpose of considering and, if thought fit, passing with or without any modifications the following resolution as special resolution:-

SPECIAL RESOLUTION

PROPOSED CHANGE OF NAME OF THE COMPANY

That:

(i) subject to the approval of the Accounting and Corporate Regulatory Authority, the name of the Company be changed to "Camsing Healthcare Limited" and that the name of "Camsing Healthcare Limited" be substituted for "Jacks International Limited" wherever the latter name appears in the Company's Memorandum and Articles of Association;

(ii) any Director of the Company be and is hereby authorised to do all such acts and things as he may consider necessary, desirable or expedient in the interests of the Company for the purpose of giving effect to this resolution, including without limitation to the foregoing, to sign, execute and deliver all documents, approve any amendments, alterations or modifications to any document (if required).

All capitalised terms used in this notice which are not defined herein shall unless the context otherwise requires have the same meanings ascribed to them in the Company's Circular to Shareholders dated 2 March 2016 (including supplements and and amendments thereto).

By Order of the Board

JACKS INTERNATIONAL LIMITED
Lo Ching
Executive Chairman
2 March 2016
Singapore

Notes:

(1) (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

(b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

"**Relevant intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act (Chapter 50 of Singapore).

(2) A proxy need not be a member of the Company.

(3) The Proxy Form is attached and must be deposited at the registered office of the Company at 4 Shenton Way, SGX Centre II, #17-01, Singapore 068807 not less than 48 hours before the time fixed for holding the EGM in order for the proxy to be entitled to attend and vote at the EGM.

(4) A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "**Purposes**"), and (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes.

PROXY FORM

JACKS INTERNATIONAL LIMITED

(Incorporated in the Republic of Singapore)
(Registration No. 197903888Z)

EXTRAORDINARY GENERAL MEETING – PROXY FORM

IMPORTANT:-

1. **For investors who have used their CPF monies to buy Jacks International Limited shares, this Circular is forwarded to them at the request of their CPF Approved Nominees and is sent solely FOR INFORMATION ONLY.**
2. **This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.**
3. **CPF investors who wish to vote should contact their CPF Approved Nominees.**

*I/We _____ (*Name*)

of _____ (*Address*)

being *a member/members of Jacks International Limited (the "**Company**"), hereby appoint:-

Name	Address	NRIC / Passport Number	Proportion of Shareholdings (%)

*and/or

Name	Address	NRIC / Passport Number	Proportion of Shareholdings (%)

or failing him/them the Chairman of the Extraordinary General Meeting as *my/our proxy/proxies to vote for *me/us on *my/our behalf at the Extraordinary General Meeting of the Company to be held at 18, Kaki Bukit Road 3, #05-16, Entrepreneur Business Centre, Singapore 415978 on 28 March 2016 at 11.00 a.m. and any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without amendment, the following Resolution:-

NO.	SPECIAL RESOLUTION	FOR	AGAINST
1.	To approve the proposed change of name of the Company to "Camsing Healthcare Limited"		

(Please indicate with a cross (X) in the space provided whether you wish your vote(s) to be cast "For" or "Against" the Resolution as set out in the Notice of Extraordinary General Meeting. Otherwise, please indicate the number of votes. In the absence of specific directions, the proxy/proxies will vote or abstain as he/they may think fit, as he/they will on any other matter arising at the Extraordinary General Meeting. All resolutions put to the vote at the Extraordinary General Meeting shall be decided by way of poll.)

Dated this _____ day of _____ 2016

Total Number of Shares in	No. of Shares
(a) CDP Register	
(b) Register of Members	

_____

Signature(s) of Member(s) or Common Seal of Corporate Shareholder

* Delete accordingly

PROXY FORM

Notes:

1. Please insert in the box at the bottom right hand corner of this form, the number of Shares registered in your name in the Register of Members in respect of share certificates held by you and the number of Shares entered against your name in the Depository Register maintained by The Central Depository (Pte) Limited ("**CDP**"). If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.

2. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

   (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

   "**Relevant intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act (Chapter 50 of Singapore).

3. A proxy need not be a member of the Company.

4. Completion and return of this instrument appointing a proxy shall not preclude a member from attending and voting at the Extraordinary General Meeting. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the Extraordinary General Meeting.

5. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 4 Shenton Way, SGX Centre II, #17-01, Singapore 068807 not later than 48 hours before the time fixed for holding the Extraordinary General Meeting.

6. This instrument appointing a proxy or proxies must be under the hand of the appointer or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of any officer or attorney duly authorised.

7. A corporation which is a member may also authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the meeting in accordance with Section 179 of the Companies Act, Chapter 50.

8. The Company shall be entitled to reject this instrument of proxy if it is incomplete, not properly completed or illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in this instrument appointing a proxy or proxies. In addition, in the case of members whose Shares are entered against their names in the Depository Register, the Company may reject any instrument of proxy lodged if such member is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time fixed for holding the Extraordinary General Meeting as certified by CDP to the Company.