

Appendix 5

FORMS RELATING TO LISTING

FORM F

The Growth Enterprise Market (GEM)

Company Information Sheet

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this information sheet, makes no representation as to its accuracy of completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

Company name : China Agrotech Holdings Limited

Stock code (ordinary shares) : 8011

This information sheet contains particulars concerning the above company (the “Company”) which is listed on the Growth Enterprise Market (the “GEM”) of the Stock Exchange of Hong Kong Limited (the “Exchange”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of **8 December 2000**

A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 25 November 1999

Name of Sponsor(s) : ICEA Capital Limited

Names of directors : Executive directors:

Wu Shaoning (*Chairman*)

Yang Zhuoya (*Managing Director*)

Tung Fai

Independent non-executive directors:

Lam Ming Yung

He Zhongpei

	<u>Name</u>	<u>No. of Shares</u>	<u>Percentage of direct/indirect holding</u>
Name(s) of substantial shareholder(s) (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company	Wu Shaoning	140,000,000 shares of HK\$0.10 each	56.0%
	Tung Fai	28,000,000 shares of HK\$0.10 each	11.2%
Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company	: N/A		
Financial year end date	: 30 June		
Registered address	: Zephyr House, Mary Street, George Town, Grand Cayman, Cayman Islands, British West Indies		
Head office and principal place of business	: Room 2706, 27/F, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong		
Web-site address (if applicable)	: N/A		
Share registrar	: Principal share registrar: Bank of Bermuda (Cayman) Limited Branch share registrar: Hong Kong Registrars Limited		
Auditors	: Arthur Andersen & Co. Charles Chan, Ip & Fung CPA Ltd.		

B. Business activities

The Company is an investing holding company. Its principal operating subsidiaries are engaged in the production and selling of regulatory-type plant growth regulators in the Mainland China.

C. Ordinary shares

Number of ordinary shares in issue : 250,000,000
Par value of ordinary shares in issue : HK\$0.10
Board lot size (in number of shares) : 2,000
Name of other stock exchange(s) on which ordinary shares are also listed : N/A

D. Warrants

Stock code : N/A (unlisted warrants)
Board lot size : N/A
Expiry date : 7 November 2001
Exercise price : HK\$ 1.38
Conversion ratio : N/A
(Not applicable if the warrant is denominated in dollar value of conversion right)
No. of warrants outstanding : 10
No. of shares falling to be issued upon the exercise of outstanding warrants : 34,057,970

E. Other securities

Details of any other securities in issue : N/A
If there are any debt securities in issue that are guaranteed, please indicate name of guarantor : N/A

Responsibility statement

The directors of the Company (the “Directors”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (the “Information”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed :

Wu Shaoning

He Zhongpei

Tung Fai

Lam Ming Yung

Yang Zhuoya