

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 or 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 Data Broadcasting Holdings Limited**

Stock code (ordinary shares) : **8016**

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on the Growth Enterprise Market (“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 5 May 2004.

A. General

Place of incorporation : Bermuda

Date of initial listing on GEM : 24 January 2000

Name of Sponsor(s) : N/A

Names of directors : ***Executive Directors:***
(please distinguish the status of the directors—Executive, Non-Executive or Independent Non-Executive)
Mr. David Ji Long Fen
Mr. Ancle Hsu Ann Keh
Ms. Alice Hsu Chu Yun
Prof. Kou Ji Song

: ***Independent Non-Executive Directors:***
Mr. Li Shan Hai
Mr. Wang Fu Sun

Name(s) of substantial shareholder(s) <i>(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</i>	:	Apex Digital Inc. (149,297,340 shares) David Ji Long Fen (57,700,000 shares)
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	:	31 December
Registered address	:	Clarendon House 2 Church Street Hamilton HM 11 Bermuda
Head office and principal place of business	:	2919 E Philadelphia Street Ontario CA 91761 United States of America
Web-site address (if applicable)	:	N/A
Share registrar	:	Hong Kong Registrars Limited
Auditors	:	Ernst & Young

B. Business activities

The Group engages in the procurement business of consumer electronic products and data-broadcasting business.

C. Ordinary shares

Number of ordinary shares in issue	:	318,000,000
Par value of ordinary shares in issue	:	HK\$0.025
Board lot size (in number of shares)	:	2000
Name of other stock exchange(s) on which ordinary shares are also listed	:	N/A

D. Warrants

Stock code	:	N/A
Board lot size	:	N/A
Expiry date	:	N/A
Exercise price	:	N/A
Conversion ratio <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	:	N/A
No. of warrants outstanding	:	N/A
No. of shares falling to be issued upon the exercise of outstanding warrants	:	N/A

E. Other securities

Details of any other securities in issue.

(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).

12,000,000 outstanding options under the Company's Share Option Scheme.

(Please include details of stock code if listed on GEM or the Main Board or the name of any other stock exchange(s) on which such securities are listed). **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:

_____	_____
_____	_____
_____	_____

NOTES

1. This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.
2. Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.
3. Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.