

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 : Greencool Technology Holdings Limited
Stock code (ordinary shares) : 8056

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 28th September, 2004.

A. General

Place of incorporation : The Cayman Islands

Date of initial listing on GEM : 13th July, 2000

Name of Sponsor(s) : ING Bank N.V.
(Sponsor’s Agreement expired on
1st January, 2003 pursuant to
Rule 6.01 of the GEM Listing Rules)

Names of directors : *Executive Directors*
(please distinguish the status of
the directors – Executive,
Non-Executive or Independent
Non-Executive)
Mr. Gu Chu Jun
Mr. Hu Xiao Hui
Mr. Liu Cong Meng
Mr. Xu Wan Ping
Mr. Chen Chang Bei
Mr. Zhang Xi Han

Independent non-executive Directors
Mr. Fan Jia Yan
Mdm. Man Margaret
Mr. Wang Jing Shi

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	: Greencool Capital Limited 62.59% <i>Notes: Mr. Gu Chu Jun's interest in the 625,940,000 shares is held through Greencool Capital Limited, which is a company wholly-owned by Mr. Gu Chu Jun</i>
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	: 31st December
Registered address	: Century Yard, Cricket Square Hutchins Drive P.O. Box 2681GT George Town Grand Cayman British West Indies
Head office and principal place of business	: Room 1701-1739 Tai Feng Hui Zhong Mansion No. 120 Zhushikou Xi Street Xuanwu District Beijing 100050 PRC
Web-site address (if applicable)	: www.greencool.com.hk
Share registrar	: <i>Principal share registrar and transfer office:</i> Bank of Butterfield International (Cayman) Ltd. Butterfield House Fort Street, P.O. Box 705 George Town Grand Cayman The Cayman Islands British West Indies <i>Hong Kong branch share registrar and transfer office:</i> Hong Kong Registrars Limited Shops 1712-1716, 17/F Hopewell Centre 183 Queen's Road East Wan Chai Hong Kong
Auditors	: Deloitte Touche Tohmatsu <i>Certified Public Accountants</i> 26/F, Wing On Centre 111 Connaught Road Central Hong Kong

B. Business activities

The Group is engaged in the replacement of chlorofluorocarbon (“CFC”) refrigerants and certain types of less energy-efficient CFC-free refrigerants with Greencool Refrigerants, a series of CFC-free refrigerants, in refrigeration and air-conditioning systems and the distribution of Greencool Refrigerants in China.

C. Ordinary shares

Number of ordinary shares in issue : 1,000,000,000 shares

Par value of ordinary shares in issue : HK\$0.10

Board lot size (in number of shares) : 2,000 shares

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
(Not applicable if the warrant is
denominated in dollar value of
conversion right) : 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

As a summary, there are totally 80,200,000 shares underlying options granted to employees as listed below and all options are outstanding and not yet exercised.

Name	Date of Grant	Number of Shares Subject to the Option	Exercise Price	Exercise Period from Date of Grant
1. Gu Chu Jun	28th June, 2000	10,000,000	HK\$2.18	Five Years
2. Liu Cong Meng	28th June, 2000 26th September, 2000	3,400,000 20,000,000	HK\$2.18 HK\$1.68	Five Years Five Years
3. Zhang Xi Han	28th June, 2000 26th September, 2000	3,400,000 20,000,000	HK\$2.18 HK\$1.68	Five Years Five Years
4. Xu Wan Ping	28th June, 2000 26th September, 2000	3,400,000 20,000,000	HK\$2.18 HK\$1.68	Five Years Five Years

Stock Code: 8056

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 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:

Mr. Gu Chu Jun

Mr. Liu Cong Meng

Mr. Xu Wan Ping

Mr. Hu Xiao Hui

Mr. Zhang Xi Han

Mr. Chen Chang Bei

Mr. Fan Jia Yan

Mdm. Man Margaret

Mr. Wang Jing Shi