

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 : Golden Meditech Company Limited

Stock code (ordinary shares) : 8180

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 30 March 2007.

A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 28 December 2001

Name of Sponsor(s) : N/A

Name of directors : Executive Directors :
(please distinguish the status of the
directors-Executive or Independent
Non-Executive) 1. KAM Yuen
2. JIN Lu
3. LU Tian Long
4. ZHENG Ting

Independent non-executive Directors :
1. CAO Gang
2. GAO Zong Ze
3. GU Qiao

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	:	Shareholder	No. of Shares	Percentage of issued share capital
		KAM Yuen	433,916,000(Note 1)	28.51%(Note 1)
		Bio Garden Inc.	433,916,000	28.51%
		Kent C. McCarthy	274,797,735 (Note 2 & 3)	18.05% (Note 2 & 3)
		Jayhawk China Fund (Cayman), Ltd.	227,369,735 (Note 3)	14.94%(Note 3)

Notes:

- (1) Mr. KAM Yuen is able to control the exercise of more than 10% of the voting power at any general meeting of the Company through his shareholding in Bio Garden Inc. Mr. KAM Yuen's interest in the shares of the Company is duplicated in the interest of Bio Garden Inc.
- (2) Mr. Kent C. McCarthy is able to control the exercise of more than 10% of the voting power at any general meeting of the Company through his shareholding in Jayhawk China Fund (Cayman), Ltd.
- (3) The interest disclosed by Mr. Kent C. McCarthy includes the 227,369,735 shares of the Company disclosed by Jayhawk China Fund (Cayman), Ltd.

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 March
Registered address	:	Appleby Corporate Services (Cayman) Limited P. O. Box 1350 GT Clifton House 75 Fort Street, George Town Grand Cayman, Cayman Islands British West Indies
Head office and principal place of business	:	48/F, Bank of China Tower 1 Garden Road, Central, Hong Kong
Web-site address (if applicable)	:	www.goldenmeditech.com
Share registrar	:	Principal : Appleby Corporate Services (Cayman) Limited P. O. Box 1350 GT Clifton House 75 Fort Street, George Town Grand Cayman, Cayman Islands British West Indies

Branch : Computershare Hong Kong Investor
Services Limited
46/F., Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

Auditors : KPMG
Certified Public Accountants
8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong

B. Business activities

The Group is principally engaged in the development, manufacture and sale of medical devices and Chinese herbal medicines and the provision of haematopoietic stem cell storage facilities and accessory services in the PRC.

C. Ordinary shares

Number of ordinary shares in issue : 1,522,224,507
Par value of ordinary shares in issue : HK\$0.10 each
Board lot size (in number of shares) : 4,000
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 : 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

1 Share options:

Number of share options granted and not yet exercised under the share option scheme adopted by the Company on 30 July 2002:

- 14,370,000 share options granted at the exercise price of HK\$1.600 per share remain outstanding.

Number of share options granted and not yet exercised under the share option scheme adopted by the Company on 30 March 2005:

- 63,206,245 share options granted at the exercise price of HK\$1.760 per share remain outstanding.

2 Convertible bond:

A principal amount of HK\$100,000,000 remains outstanding under the convertible bond issued by the Company on 6 September 2004. The convertible bond bears interest at the rate of 1% per annum and will mature on the business day last preceding the third anniversary of the date of issue. The outstanding principal amount may be converted into ordinary shares of the Company at HK\$1.90 per share, being the conversion price as at the date of this form.

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 :

KAM YUEN (甘源)

JIN LU (金路)

ZHENG TING (鄭汀)

LU TIAN LONG (魯天龍)

GU QIAO (顧樵)

GAO ZONG ZE (高宗澤)

CAO GANG (曹岡)