

Appendix 5

FORMS RELATING TO LISTING

FORM F

The Growth Enterprise Market (GEM)

Company Information Sheet

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, make no representation as to its accuracy or completeness and expressly disclaim 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 Trends Holdings Limited

Stock code (ordinary shares): 8171

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 25 January 2010

A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 31 July 2002

Name of Sponsor(s) : N/A

Names of directors :

Executive Directors : Xiang Xin
Yang Gaocai
Wong Chak Keung
Law Gerald Edwin

Non-Executive Directors : N/A

Independent Non-Executive Directors : Zhang Zhan Liang
Lu Yuhe
Kwok Chi Hung

Name(s) of substantial shareholder(s) :
(as defined in rule 1.01 of the
GEM Listing Rules) and their respective
interests in the ordinary shares and other
securities of the Company

Substantial shareholders

Morgan Strategic Limited
Nopo Group Limited
Lo Wai Chi

Interests in the Company

approximately 19.05%
approximately 16.59%
approximately 11.88%

Name(s) of company(ies) listed on GEM : N/A
or the Main Board of the Exchange
within the same group as the Company

Financial year end date : 31 December

Registered address : Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY 1-1111
Cayman Islands

| | | |
|--|---|---|
| Head office and principal place of business | : | 26/F, 9 Des Voeux Road West Sheung Wan, Hong Kong |
| Web-site address (if applicable) | : | www.8171.com.hk |
| Share Registrar | : | |
| Principal share registrar and transfer office | : | HSBC Trustee (Cayman) Limited |
| Hong Kong branch share registrar and transfer office | : | Union Registrars Limited |
| Auditors | : | Cachet Certified Public Accountants Limited |

B. Business activities

The Group is principally engaged in sales and marketing of mobile appliances and its relevant parts solution in Mainland China.

C. Ordinary shares

| | | |
|--|---|-------------|
| Number of ordinary shares in issue | : | 843,739,500 |
| Par value of ordinary shares in issue | : | HK\$0.01 |
| 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

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

No. of warrants outstanding : N/A

No. of shares falling to be issued : N/A
upon the exercise of outstanding warrants

E. Other securities

Convertible Bonds

A convertible bonds (the “Convertible Bonds”) in the principal amount of HK\$595 million with no interest was issued on 30 December 2009 as part of the consideration in relation to the very substantial acquisition and connected transaction as disclosed in the circular of the Company on 26 May 2009. The Convertible Bonds can be converted into shares of the Company at a conversion price of HK\$0.125 per share (subject to adjustment in accordance with the terms of the Convertible Bond) during its conversion period of three years from 30 December 2009. As at the date hereof, HK\$595 million of the Convertible Bonds remain outstanding.

Share Options

Options under the Share Option Scheme adopted by the Company on 6 July 2002

Date of granting : 9 April 2008

No. of options outstanding : 27,500,000

Subscription price : HK\$0.28 per share

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:

Xiang Xin

Zhang Zhan Liang

Yang Gaocai

Lu Yuhe

Wong Chak Keung

Kwok Chi Hung

Law Gerald Edwin

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.*