

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

APPENDIX 5

FORMS RELATING TO LISTING

FORM F

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

Case Number: _____

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: Mudan Automobile Shares Company Limited*

Stock code (ordinary shares): 8188

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 19 September 2011.....

A. General

Place of incorporation: The People’s Republic of China

Date of initial listing on GEM: 18 December 2001

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)

LI Zi Hao
CHEN Jianxin

Non-executive Director

PAN Jin Rong

Independent Non-Executive Directors

HUANG Chengye
LIANG Bo Qi
WU Bing Jian.

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

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

Name	Number of Shares Held	Nature of Interests	Approximate percentage of shareholdings in same class of securities	Approximate percentage of shareholdings in the registered capital
Chengdu New Dadi Motor Company Limited (“Chengdu New Dadi”)	100,340,000 (L) Domestic Shares (Note 1)	Beneficial owner	51.13%	35.23%
Foshan City Shunde Rixin Development Company Limited (“Shunde Rixin”)	100,340,000 (L) Domestic Shares (Note 1)	Interest of controlled corporation	51.13%	35.23%
Zhejiang Haoqing Automobile Manufacturing Company Limited (浙江豪情汽車制造有限公司) (“Zhejiang Haoqing”)	100,340,000 (L) Domestic Shares (Note 1)	Interest of controlled Corporation	51.13%	35.23%
Foshan City Shunde Ganghua Shiye Company Limited (“Shunde Ganghua”)	95,310,000 (L) Domestic Shares (Note 2)	Beneficial owner	48.57%	33.47%
Cheerbond Investment International Limited (“Cheerbond”)	10,080,824 (L) H Shares (Note 3)	Beneficial owner	11.38%	3.54%
LI Zi Hao (“Mr. Li”)	100,340,000 (L) Domestic Shares (Note 1)	Interest of controlled corporation	51.13%	35.23%
	95,310,000 (L) Domestic Shares (Note 2)	Interest of spouse	48.57%	33.47%
	10,080,824 (L) H Shares (Note 3)	Interest of controlled corporation	11.38%	3.54%
Pan Li Chan (“Ms. Pan”)	95,310,000 (L) Domestic Shares (Note 2)	Interest of controlled corporation	48.57%	33.47%
	100,340,000 (L) Domestic Shares (Note 1)	Interest of spouse	51.13%	35.23%
	10,080,824 (L) H Shares (Note 3)	Interest of spouse	11.38%	3.54%

Note:
(L) Long position

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

- (1) Chengdu New Dadi, a limited company incorporated in the PRC, is owned as to 50% by Shunde Rixin and 50% by Zhejiang Haoqing, a company incorporated in the PRC. Each of Mr. Li and Ms. Pan is a director of Chengdu New Dadi. Shunde Rixin is a limited company incorporated in the PRC and is owned as to 80% by Mr. Li, who is an executive director of the Company, and 20% by Ms. Pan. By virtue of the provisions of Part XV of the Securities and Futures Ordinance (“SFO”), each of Mr. Lee, Ms. Pan, Shunde Rixin and Zhejiang Haoqing is deemed to be interested in the 100,340,000 Domestic Shares of the Company held by Chengdu New Dadi.
- (2) Shunde Ganghua, a limited company incorporated in the PRC, is wholly and beneficially owned by Ms. Pan, who is also the sole director of Shunde Ganghua. By virtue of the provisions of Part XV of the SFO, Ms. Pan is deemed to be interested in the 95,310,000 Domestic Shares of the Company held by Shunde Ganghua and Mr. Li, as the spouse of Ms. Pan, is deemed to be interested in 95,310,000 Domestic Shares of the Company in which Mr. Li is interested.
- (3) Cheerbond, a limited company incorporated in Hong Kong, is wholly and beneficially owned by Mr. Li, who is the spouse of Ms. Pan and the sole director of Cheerbond. By virtue of the provisions of Part XV of the SFO, Mr. Li is deemed to be interested in the 10,080,824 H Shares of the Company held by Cheerbond and Ms. Pan, as the spouse of Mr. Li, is deemed to be interested in the 10,080,824 H Shares of the Company in which Mr. Li is interested.

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: No. 30 Lehong Road
Le Yu Town
Zhangjiagang City
Jiangsu Province
The PRC

Head office and principal place of business: (Head Office)
No. 30 Lehong Road
Le Yu Town
Zhangjiagang City
Jiangsu Province
The PRC

(Principal Place of Business in Hong Kong)
2610-11, 26/F, Tower II
Lippo Centre, 89 Queensway
Hong Kong

Web-site address (if applicable): www.mudanauto.com

Share registrar: Hong Kong Registrars Limited
Room 1712-16, 17th Floor
Hopewell Centre
183 Queen’s Road East
Hong Kong

Auditors: Lo and Kwong CPA Company Limited
Certified Public Accountants
Suite 216-218
2/F Shui On Centre
6-8 Harbour Road, Wanchai
Hong Kong

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

B. Business activities

The Company and its subsidiaries (collectively referred to as the “Group”) were principally engaged in manufacturing and distribution of automobiles.

C. Ordinary shares

Number of ordinary shares in issue: 88,550,000 H shares

Par value of ordinary shares in issue: RMB 1.00

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

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 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).

(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).

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 or deceptive and that there are no other matters the omission of which would make any Information inaccurate or misleading.

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

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:

LI Zi Hao

CHEN Jianxin

PAN Jin Rong

HUANG Chengye

LIANG Bo Qi

WU Bing Jian.

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.*