

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:** 20130802-I13021-0002

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Company name: C Cheng Holdings Limited**Stock code (ordinary shares):** 8320

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 20 December 2013

A. General**Place of incorporation:** Cayman Islands**Date of initial listing on GEM:** 20 December 2013**Name of Sponsor(s):** China Everbright Capital Limited

Names of directors:
(please distinguish the status of the directors
- Executive, Non-Executive or Independent
Non-Executive)

Liang Ronald – Executive Director
Fu Chin Shing – Executive Director
Wang Jun You – Executive Director
Lo Kin Nang – Executive Director
Ng Kwok Fai – Executive Director
He Xiao – Executive Director
Lo Wai Hung – Independent Non-Executive Director
Wang Julius – Independent Non-Executive Director
Yu Chi Hang (alias, Yue Chi Hang) – Independent Non-Executive Director

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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	Nature of Interest	of Number Shares held	of Approximate percentage of shareholding
	Rainbow Path International Limited	Beneficial interest	75,868,000	42.15%
	Vivid Colour Limited	Beneficial interest	36,632,000	20.35%
	Veteran Ventures Limited	Beneficial interest	7,200,000	4.00%
	Mr. Ronald Liang (Note 1)	Interest controlled corporation (Note 2)	in 83,068,000	46.15%
	Mr. Fu Shing (Note 1)	Chin Interest controlled corporation (Note 3)	in 36,632,000	20.35%
	Ms. Sharon Liang (Note 4)	Interest spouse	of 83,068,000	46.15%
	Ms. Chung Wai Chi, Connie (Note 5)	Interest spouse	of 36,632,000	20.35%

Notes:

1. Mr. Liang and Mr. Fu are our Executive Directors.
2. Among these 83,068,000 shares, 75,868,000 shares are held by Rainbow Path International Limited and 7,200,000 shares are held by Veteran Ventures Limited, both of which in turn are wholly and beneficially owned by Mr. Liang. As such, Mr. Liang is deemed under the Securities and Futures Ordinance to be interested in these 83,068,000 shares held by Rainbow Path International Limited and Veteran Ventures Limited.
3. These 36,632,000 shares are held by Vivid Colour Limited, which in turn are wholly and beneficially owned by Mr. Fu. As such, Mr. Fu is deemed under the Securities and Futures Ordinance to be interested in these 36,632,000 shares held by Vivid Colour.
4. Ms. Liang Sharon, the spouse of Mr. Liang, is deemed under the Securities and Futures Ordinance to be interested in these 83,068,000 shares in which Mr. Liang is deemed to be interested.
5. Ms. Chung Wai Chi, Connie, the spouse of Mr. Fu, is deemed under the Securities and Futures Ordinance to be interested in these 36,632,000 shares in which Mr. Fu is deemed to be 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: Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

Head office and principal place of business: 15th Floor, North Tower
World Finance Centre
Harbour City
Tsim Sha Tsui
Kowloon, Hong Kong

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

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Share registrar: **Principal share registrar and transfer office:**
Codan Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

Hong Kong branch share registrar and transfer office
Union Registrars Limited
18th Floor, Fook Lee Commercial Centre
Town Place, 33 Lockhart Road
Wanchai
Hong Kong

Auditors: Deloitte Touche Tohmatsu
Certified Public Accountants
35th Floor
One Pacific Place
88 Queensway
Admiralty
Hong Kong

B. Business activities

The Company (together with its subsidiaries, collectively the “Group”) is a comprehensive architectural service provider in Hong Kong and the People’s Republic of China. The Group has five major practice areas: (a) architecture; (b) landscape architecture; (c) town planning; (d) interior design; and (e) heritage conservation.

C. Ordinary shares

Number of ordinary shares in issue: 180,000,000

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)

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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.

Pre-IPO Share Option: a total number of 12,525,000 shares may be issued upon the exercise of all options granted under the Pre-IPO Share Option Scheme adopted by the Company on 5 December 2013.

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 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.

THE STOCK EXCHANGE OF HONG KONG LIMITED
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Signed:

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 Liang Ronald

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 Fu Chin Shing

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 Wang Jun You
 by his lawful attorney Liang Ronald

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 Lo Kin Nang

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 Ng Kwok Fai

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 He Xiao
 by his lawful attorney Liang Ronald

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 Lo Wai Hung
 by his lawful attorney Liang Ronald

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 Wang Julius
 by his lawful attorney Liang Ronald

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 Yu Chi Hang
 by his lawful attorney Liang Ronald

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.*