



**APPENDIX 5**

**FORMS RELATING TO LISTING**

**FORM F**

**THE GROWTH ENTERPRISE MARKET (GEM)**

**COMPANY INFORMATION SHEET**

Case Number: 20140327-114012-0002

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Company name: Bamboos Health Care Holdings Limited (百本醫護控股有限公司)

Stock code (ordinary shares): 8216

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 8 July 2014

**A. General**

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 8 July 2014

Name of Sponsor(s): Halcyon Capital Limited

Names of directors: (please distinguish the status of the directors-Executive, Non-Executive or Independent Non-Executive)	Executive Directors:	Mr. Kwan Chi Hong (關志康) Ms. Hai Hiu Chu (奚曉珠)
	Non-executive Director:	Mr. Mok Gar Lon, Francis (莫家麟)
	Independent Non-executive Directors:	Mr. Lam Cheung Wai (林章偉) Professor Chan Chi Fai, Andrew (陳志輝) Dr. Luk Yim Fai (陸炎輝)

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 of shareholder of the Company	Capacity/Nature of Interest	Number of Shares	Long/Short Position	Approximate percentage of shareholding immediately after the Placing and the Capitalisation Issue
Gold Empress Limited (Note 1)	Beneficial owner	270,000,000	Long position	75%
	Deemed interest	30,000,000	Long position	
Ms. Hai Hiu Chu (Notes 1 and 2)	Interest of a controlled corporation	270,000,000	Long position	75%
	Deemed interest	30,000,000	Long position	
Gold Beyond Limited (Note 1)	Beneficial owner	30,000,000	Long position	75%
	Deemed interest	270,000,000	Long position	
Mr. Kwan Chi Hong (Notes 1 and 3)	Interest of a controlled corporation	30,000,000	Long position	75%
	Deemed interest	270,000,000	Long position	

*Notes:*

- (1) Ms. Hai Hiu Chu and Mr. Kwan Chi Hong being the executive Directors are deemed to be parties acting in concert under the Hong Kong Code on Takeovers and Mergers (the “Takeovers Code”). As such, Ms. Hai Hiu Chu, Mr. Kwan Chi Hong, Gold Empress Limited and Gold Beyond Limited are all regarded as parties acting in concert under the Takeovers Code and are therefore deemed to be interested in the Shares held by each other.
- (2) Under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”), Ms. Hai Hiu Chu is deemed to be interested in 270,000,000 Shares held by Gold Empress Limited by virtue of Ms. Hai Hiu Chu holding the entire issued share capital of Gold Empress Limited.

(3) Under the SFO, Mr. Kwan Chi Hong is deemed to be interested in 30,000,000 Shares held by Gold Beyond Limited by virtue of Mr. Kwan Chi Hong holding the entire issued share capital of Gold Beyond Limited.

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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

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Financial year end date:

30 June

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Registered address:

PO Box 309, Ugland House  
Grand Cayman, KY1-1104  
Cayman Islands

Head office and principal place of business:

Unit B and C, 16th Floor, E-Trade Plaza  
24 Lee Chung Street  
Chai Wan  
Hong Kong

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Web-site address (if applicable):

<http://www.bamboos.com.hk>

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Share registrar:

Principal share registrar and transfer office in the Cayman Islands:

Maples Fund Services (Cayman) Limited  
PO Box 1093, Boundary Hall  
Cricket Square, Grand Cayman  
KY1-1102  
Cayman Islands

Branch share registrar and transfer office in Hong Kong:

Union Registrars Limited  
18th Floor, Fook Lee Commercial Centre  
Town Place, 33 Lockhart Road  
Wanchai  
Hong Kong

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Auditors:

PricewaterhouseCoopers  
22nd Floor, Prince's Building  
Central, Hong Kong

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## **B. Business activities**

The principal business of the Company and its subsidiaries (the “Group”) is to provide customised healthcare staffing solution services on a temporary basis to individuals and institutional clients in a timely manner as well as duty opportunities to self-employed healthcare personnel registered with the Group. The Group places healthcare personnel registered with the Group, in the capacity of self-employed persons, in appropriate vacancies and refer them duty assignments which fit their preferences.

## **C. Ordinary shares**

Number of ordinary shares in issue: 400,000,000

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Par value of ordinary shares in issue: HK\$0.01 each

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Board lot size (in number of shares): 8,000

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Name of other stock exchange(s) on which ordinary shares are also listed: N/A

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## **D. Warrants**

Stock code: N/A

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Board lot size: N/A

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Expiry date: N/A

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Exercise price: N/A

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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

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

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## **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

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## **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.

Signed:

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Hai Hiu Chu (奚曉珠)  
Director

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Kwan Chi Hong (關志康)  
Director

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Mok Gar Lon, Francis (莫家麟)  
Director

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Lam Cheung Wai (林章偉)  
Director

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Chan Chi Fai, Andrew (陳志輝)  
Director

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Luk Yim Fai (陸炎輝)  
Director