

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: IGG Inc

Stock code (ordinary shares): 8002

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 April 2015.

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 18 October 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)
Zongjian Cai (Executive director)
Yuan Chi (Executive director)
Xiaojun Li (Non-executive director)
Kee Lock Chua (Non-executive director)
Horn Kee Leong (Independent non-executive director)
Dajian Yu (Independent non-executive director)
Zhao Lu (Independent non-executive director)

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

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Name	Capacity/Nature of interest	Number of Shares	Appropriate percentage of shareholding	Number of Underlying Shares	Approximate percentage of shareholding
Duke Online Holdings Limited	Beneficial owner, interests held jointly with another person	426,466,657 (Notes 1, 6)	30.64%	15,236,000 (Notes 3,4,6,7,9)	1.09%
Mr. Zongjian Cai	Interest in a controlled corporation, spouse interest, interests held jointly with another person	426,466,657 (Notes 1, 6)	30.64%	15,236,000 (Notes 3,4,6,7,9)	1.09%
Edmond Online Holdings Limited	Beneficial owner, interests held jointly with another person	426,466,657 (Notes 2, 6)	30.64%	15,236,000 (Notes 3,4,6,7,9)	1.09%
Mr. Yuan Chi	Interest in a controlled corporation, interests held jointly with another person	426,466,657 (Notes 2, 6)	30.64%	15,236,000 (Notes 3,4,6,7,9)	1.09%
Mr. Yuan Xu	Beneficial owner, interests held jointly with another person	426,466,657 (Notes 3, 6)	30.64%	15,236,000 (Notes 3,4,6,7,9)	1.09%
Mr. Hong Zhang	Beneficial owner, interests held jointly with another person	426,466,657 (Notes 4, 6)	30.64%	15,236,000 (Notes 3,4,6,7,9)	1.09%
Ms. Kai Chen	Beneficial owner, spouse interest, interests held jointly with another person	426,466,657 (Notes 5, 6)	30.64%	15,236,000 (Notes 3,4,6,7,9)	1.09%
Mr. Zhixiang Chen	Beneficial owner, interests held jointly with another person	426,466,657 (Notes 6, 8)	30.64%	15,236,000 (Notes 3,4,6,7,9)	1.09%
IDG-Accel China Growth Fund II L.P.	Beneficial owner	175,892,880 (Note 10)	12.64%	-	-
IDG-Accel China Growth Fund II Associates L.P.	Interest in a controlled corporation	175,892,880 (Note 10)	12.64%	-	-
IDG-Accel China Growth Fund GP II Associates Ltd.	Interest in a controlled corporation	190,277,880 (Note 10)	13.67%	-	-
Ho Chi Sing	Interest in a controlled corporation	190,277,880 (Note 10)	13.67%	-	-
Zhou Quan	Interest in a controlled corporation	190,277,880 (Note 10)	13.67%	-	-

Notes:

- (1) Mr. Zongjian Cai is interested in all the issued share capital of Duke Online Holdings Limited (“Duke Online”) and he is the sole director of Duke Online, therefore, he is deemed to be interested

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in 178,699,027 Shares held by Duke Online under the SFO. Mr. Zongjian Cai is also deemed to be interested in all Shares held by Ms. Kai Chen under the SFO.

- (2) Mr. Yuan Chi is interested in 80% issued share capital of Edmond Online Holdings Limited (“Edmond Online”) and he is the sole director of Edmond Online, therefore he is deemed to be interested in 158,080,000 Shares held by Edmond Online under the SFO.
- (3) Mr. Yuan Xu is the beneficial owner of 29,937,638 Shares and is also deemed to be interested in the 4,000,000 shares which may be issued to him upon the exercise of the share options granted to him under the Pre-IPO Share Option Scheme.
- (4) Mr. Hong Zhang is the beneficial owner of 11,702,040 Shares and is also deemed to be interested in the 9,200,000 Shares which may be issued to him upon the exercise of the share options granted to him under the Pre-IPO Share Option Scheme.
- (5) Ms. Kai Chen is the beneficial owner of 17,847,952 Shares and she is also deemed to be interested in all Shares held by Mr. Zongjian Cai under the SFO.
- (6) On 16 September 2013, Mr. Zongjian Cai, Mr. Yuan Chi, Duke Online, Edmond Online, Mr. Yuan Xu, Ms. Kai Chen, Mr. Hong Zhang and Mr. Zhixiang Chen entered into an act in concert agreement, pursuant to which each of them agreed that they would act in concert with each other with respect to material matters relating to the Company’s operation. Mr. Zongjian Cai, Mr. Yuan Chi, Duke Online, Edmond Online, Mr. Yuan Xu, Ms. Kai Chen, Mr. Hong Zhang and Mr. Zhixiang Chen expect that the material matters will cover, among other things, the matters which shall be approved at the annual general meeting, declaration of dividends, business plan, notifiable transactions and connected transactions subject to Shareholders’ approval, if any.
- (7) Mr. Zongjian Cai is deemed to be interested in the 332,000 Shares which may be issued to him upon the exercise of the share options granted to him on 23 March 2015 under the Share Option Scheme. Mr. Yuan Chi is deemed to be interested in the 486,000 Shares which may be issued to him upon the exercise of the share options granted to him on 23 March 2015 under the Share Option Scheme. Mr. Yuan Xu is deemed to be interested in the 613,000 Shares which may be issued to him upon the exercise of the share options granted to him on 23 March 2015 under the Share Option Scheme. Mr. Hong Zhang is deemed to be interested in the 605,000 Shares which may be issued to him upon the exercise of the share options granted to him on 23 March 2015 under the Share Option Scheme.
- (8) Mr. Zhixiang Chen is the beneficial owner of 30,200,000 Shares.
- (9) On 23 March 2015, 2,906,000 share options which were previously granted to Mr. Zongjian Cai, Mr. Yuan Chi, Mr. Yuan Xu and Mr. Hong Zhang under the Share Option Scheme were cancelled at their written request.
- (10) IDG-Accel China Growth Fund II L.P., holds 175,892,880 Shares and IDG-Accel China Investors II L.P., holds 14,385,000 Shares. Each of them is a limited partnership and is managed by its general partner, who has the full and exclusive power and authority to manage and control the fund and its business. Each of them also consists of limited partner or limited partners who merely play the passive function of injecting capital into the fund and have no voting or management right. The funds mainly engage in equity investment in portfolios with China-related business and operations.

IDG-Accel China Growth Fund II L.P. is controlled by its general partner, namely, IDG-Accel China Growth Fund II Associates L.P., which is, in turn, controlled by its general partner, namely, IDG-Accel China Growth Fund GP II Associates Ltd. Therefore, each of IDG-Accel China Growth Fund II Associates L.P. and IDG-Accel China Growth Fund GP II Associates Ltd. is deemed to be interested in all Shares held by IDG-Accel China Growth Fund II L.P. under the SFO.

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IDG-Accel China Investors II. L.P. is controlled by its general partner, IDG-Accel China Growth Fund GP II Associates Ltd. Therefore, IDG-Accel China Growth Fund GP II Associates Ltd. is deemed to be interested in all Shares held by IDG-Accel China Investors II. L.P. under the SFO.

Each of Ho Chi Sing and Zhou Quan is the controlling shareholder of IDG-Accel China Growth Fund GP II Associates Ltd. and therefore deemed to be interested in all Shares held by IDG-Accel China Growth Fund GP II Associates Ltd. under the SFO.

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:	Offshore Incorporations (Cayman) Limited Floor 4, Willow House, Cricket Square P.O. Box 2804, Grand Cayman, KY1-1112 Cayman Islands
Head office and principal place of business:	315 Alexandra Road, #04-03 Sime Darby Business Centre, Singapore 159944
Principal place of business in Hong Kong:	18/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong
Web-site address (if applicable):	www.igg.com
Share registrar:	Principal Registrars Royal Bank of Canada Trust Company (Cayman) Limited 4 th Floor, Royal Bank House 24 Shedden Road, George Town Grand Cayman KY1-1110 Cayman Islands Hong Kong Branch Share Registrars Computershare Hong Kong Investor Services Limited Shops 1712-1716, 17 th Floor, Hopewell Centre 183 Queen's Road East, Wan Chai Hong Kong
Auditors:	Ernst & Young Certified Public Accountants 22nd Floor CITIC Tower 1 Tim Mei Avenue, Central Hong Kong

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B. Business activities

The Group is a fast-growing global online games developer and operator with headquarters in Singapore and regional offices in the United States, mainland China, Hong Kong, Canada, Japan, Korea, Thailand and the Philippines.

C. Ordinary shares

Number of ordinary shares in issue: 1,391,696,265

Par value of ordinary shares in issue: US\$0.0000025

Board lot size (in number of shares): 1,000 Shares

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

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).

Pre-IPO Share Option: a total number of 51,998,834 Shares may be issued upon the exercise of all options granted under the Pre-IPO Share Option Scheme.

Share Award Scheme: a total number of 5,205,146 awarded shares have been granted to the relevant eligible persons under the Share Award Scheme.

Post-IPO Share Option: a total number of 7,921,000 Shares may be issued upon the exercise of all options granted under the Share Option Scheme.

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:

Zongjian Cai

For and on behalf of the Board

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.*