

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: N/A

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: KVB Kunlun Financial Group Limited

Stock code (ordinary shares): 8077

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 17 November 2017.

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 3 July 2013

Name of Sponsor(s): N/A

Names of directors: **Executive Director:**

(*please distinguish the status of the directors*) LIU Stefan

- *Executive, Non-Executive or Independent*

Non-Executive)

Non-executive Directors:

LI Zhi Da

Stephen Gregory McCOY

Independent Non-executive Directors:

ZHAO Guixin

Cornelis Jacobus KEYSER

LIN Wenhui

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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 | Number of shares of HK\$0.01 each in the share capital of the Company ("Shares") | Approximate percentage of issued Shares |
|---|--|--|---|
| | CITIC Securities Company Limited ("CITIC Securities") | 1,200,310,001 (Note 1) | 59.03 % |
| | CITIC Securities Overseas Investment Company Limited ("CITIC Securities Overseas") | 1,200,310,001 (Note 1) | 59.03% |
| | KVB Holdings Limited ("KVB Holdings") | 300,000,000 (Notes 2) | 14.75% |
| | Mr. Li Zhi Da | 300,000,000 (Note 2) | 14.75% |

Notes:

1. As CITIC Securities is entitled to control over one-third of the voting power at general meetings of CITIC Securities Overseas, CITIC Securities is deemed under the SFO to be interested in the entire 1,200,310,001 shares held by CITIC Securities Overseas.

2. As Mr. Li Zhi Da, a non-executive Director of the Company, is entitled to control over one-third of the voting power at general meetings of KVB Holdings, he is deemed under the SFO to be interested in the entire 300,000,000 shares held by KVB Holdings.

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:

Suites 7501 & 7508, 75/F, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong

Web-site address (if applicable):

www.kvblastco.com

Share registrar:

Cayman Islands principal share registrar and transfer office:
Conyers 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
Suites 3301-04, 33/F, Two Chinachem Exchange Square
338 King's Road, North Point, Hong Kong

Auditors:

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

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B. Business activities

The Group is engaged in financial investment services specialising in serving the overseas Chinese and Japanese communities through offices in New Zealand, Australia and Hong Kong. The primary focus of the Group is on the provision of leveraged foreign exchange and other trading, while the provision of cash dealing and securities trading referral services also forms part of its business model.

C. Ordinary shares

Number of ordinary shares in issue: 2,033,240,000

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

Board lot size (in number of shares): 5,000

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 the outstanding share options granted under the share option scheme adopted on 3 June 2013 as below:

| <u>Date of grant</u> | <u>Number of outstanding</u> | <u>Exercise price</u> | <u>Exercise period</u> |
|----------------------|------------------------------|-----------------------|--------------------------------------|
| 19 August 2015 | 33,700,000 | HK\$0.950 | 19 August 2015 to 18 August 2018 |
| 29 December 2016 | 38,000,000 | HK\$0.592 | 29 December 2016 to 28 December 2019 |

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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LIU Stefan

.....
LI Zhi Da

.....
Stephen Gregory McCOY

.....
ZHAO Guixin

.....
Cornelis Jacobus KEYSER

.....
LIN Wenhui

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.*