

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:** China Nonferrous Metals Company Limited

**Stock code (ordinary shares):** 8306

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 26 April 2018

**A. General**

Place of incorporation: Bermuda

Date of initial listing on GEM: 28 February 2005

Name of Sponsor(s): -

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

**Executive Director**

Ms. Liu Yaling

**Non-executive Director**

Mr. Chan Wai Cheung, Admiral

**Independent Non-executive Directors**

Mr. Cheng Feng

Mr. Ng Man Kwan, Lawrence

Mr. Siu Kai Chun

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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

**Ruffy Investments Limited ("Ruffy"):**  
Long position: 1,033,091,706 shares (*Note 1*)

**Mr. Mei Wei:**  
Long position: 1,044,301,706 shares (*Notes 1 & 2*)

*Notes:*

1. The 1,033,091,706 shares were held by Ruffy, which is wholly-owned by Mr. Mei Wei. Mr. Mei Wei was deemed to be interested in these shares and the underlying shares under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Among the shares owned by Ruffy, 125,324,850 shares have been pledged by Ruffy to CCB International Group Holdings Limited, and 893,167,054 shares have been pledged by Ruffy to Xinxing Pipes (Hong Kong) Co. Limited.
2. The 11,210,000 shares were held by Mr. Mei Wei.

Name(s) of company(ies) listed on GEM or  
the Main Board of the Stock Exchange within  
the same group as the Company:

-

Financial year end date:

31 December

Registered address:

Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda

Head office and principal place of business:

Room 1104, Jubilee Centre, 18 Fenwick Street, Wanchai, HK

Web-site address (if applicable):

www.cnm.com.hk

Share registrar:

Tricor Investor Services Limited

Auditors:

ZHONGHUI ANDA CPA Limited

**B. Business activities**

*(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)*

The principal activity of the Company is investment holding. The principal subsidiaries of the Company are engaged in the mining, processing and trading of mineral resources.

**C. Ordinary shares**

Number of ordinary shares in issue: 1,751,307,949

Par value of ordinary shares in issue: HK\$0.002

Board lot size (in number of shares): 10,000

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

-

**D. Warrants**

Stock code:

-

Board lot size:

-

Expiry date:

-

Exercise price:

-

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

No. of warrants outstanding: -

No. of shares falling to be issued upon -  
the exercise of outstanding warrants:

**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.

**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:

Ms. Liu Yaling

Mr. Chan Wai Cheung, Admiral

Mr. Cheng Feng

Mr. Ng Man Kwan, Lawrence

Mr. Siu Kai Chun

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**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.

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- (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.*