

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
GEM
COMPANY INFORMATION SHEET

Case Number: 20180607-F08342-0002

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: Vixtel Technologies Holdings Limited

Stock code (ordinary shares): 8342

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on 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 GEM 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 12 June 2018

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 15 December 2016

Name of Sponsor(s): KGI Capital Asia Limited

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

Executive Directors:

Yue Yong
Sie Tak Kwan
Guan Haiqing

Non-executive Director

Liang Judong

Independent Non-Executive Directors:

Cheung Hon Fai
Lam Kin Man
Shen Qi

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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 of substantial shareholder | Nature of interest | Number of shares of HK\$0.01 each in the capital of the Company (the "Shares") | Approximate percentage of shareholding |
|--|---|---|---|
| Worldgate Ventures Limited | Beneficial owner | 103,335,000 | 20.34% |
| Yue Yong | Interest in a controlled corporation; interest held jointly with another person | 310,040,000 <i>(Notes 1 & 2)</i> | 61.03% |
| Li Duan | Interest of spouse | 310,040,000 <i>(Note 3)</i> | 61.03% |
| Cohort Investments Limited | Beneficial owner | 103,335,000 | 20.34% |
| Sie Tak Kwan | Interest in a controlled corporation; interest held jointly with another person | 310,040,000 <i>(Notes 1 & 4)</i> | 61.03% |
| Chen Baozhu | Interest of spouse | 310,040,000 <i>(Note 5)</i> | 61.03% |
| Copious Link Investments Limited | Beneficial owner | 72,365,000 | 14.25% |
| Guan Haiqing | Interest in a controlled corporation; interest held jointly with another person | 310,040,000 <i>(Notes 1 & 6)</i> | 61.03% |
| Gu Wei | Interest of a spouse | 310,040,000 <i>(Note 7)</i> | 61.03% |
| Hugemind Investments Limited | Beneficial owner | 31,005,000 | 6.10% |
| Liang Judong | Interest in a controlled corporation; interest held jointly with another person | 310,040,000 <i>(Notes 1 & 8)</i> | 61.03% |
| Bai Xianqian | Interest of a spouse | 310,040,000 <i>(Note 9)</i> | 61.03% |
| Sino Impact Limited | Beneficial owner | 54,710,000 | 10.77% |
| Kwan Shan | Interest in controlled corporation; interest of spouse | 54,710,000 <i>(Note 10)</i> | 10.77% |
| Tam Suk Fan Sindy | Interest in controlled corporation; interest of spouse | 54,710,000 <i>(Note 10)</i> | 10.77% |

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Notes:

1. Pursuant to the Deed of Concert Parties dated 11 August 2016, Mr. Sie, Mr. Yue, Mr. Guan and Mr. Liang, agreed, among other things, that they will be parties acting in concert in respect of the Group since 29 December 2010 when the entire equity interests in Vixtel Technologies were transferred to Vixtel Science. As such, each of the ultimate controlling shareholders, i.e. Mr. Sie, Mr. Yue, Mr. Guan and Mr. Liang is deemed to be interested in 61.03% of the issued share capital of the Company.
2. Shares in which Mr. Yue is interested consist of (i) 103,335,000 Shares held by Worldgate Ventures Limited, a company wholly owned by him, in which Mr. Yue is deemed to be interested under the SFO; and (ii) 206,705,000 Shares in which Mr. Yue is deemed to be interested as a result of being a party acting in concert with Mr. Sie, Mr. Guan and Mr. Liang.
3. Madam Li Duan is the spouse of Mr. Yue. Under the SFO, Madam Li Duan is deemed to be interested in the same number of Shares in which Mr. Yue is interested.
4. Shares in which Mr. Sie is interested consist of (i) 103,335,000 Shares held by Cohort Investments Limited, a company wholly owned by him, in which Mr. Sie is deemed to be interested under the SFO; and (ii) 206,705,000 Shares in which Mr. Sie is deemed to be interested as a result of being a party acting in concert with Mr. Yue, Mr. Guan and Mr. Liang.
5. Madam Chen Baozhu is the spouse of Mr. Sie. Under the SFO, Madam Chen is deemed to be interested in the same number of Shares in which Mr. Sie is interested.
6. Shares in which Mr. Guan is interested consist of (i) 72,365,000 Shares held by Copious Link Investments Limited, a company wholly owned by him, in which Mr. Guan is deemed to be interested under the SFO; and (ii) 237,675,000 Shares in which Mr. Guan is deemed to be interested as a result of being a party acting in concert with Mr. Sie, Mr. Yue and Mr. Liang.
7. Madam Gu Wei is the spouse of Mr. Guan. Under the SFO, Madam Gu is deemed to be interested in the same number of Shares in which Mr. Guan is interested.
8. Shares in which Mr. Liang is interested consist of (i) 31,005,000 Shares held by Hugemind Investments Limited, a company wholly owned by him, in which Mr. Liang is deemed to be interested under the SFO; and (ii) 279,035,000 Shares in which Mr. Liang is deemed to be interested as a result of being a party acting in concert with Mr. Sie, Mr. Yue and Mr. Guan.
9. Madam Bai Xiaoqian is the spouse of Mr. Liang. Under the SFO, Madam Bai is deemed to be interested in the same number of Shares in which Mr. Liang is interested.
10. Mr. Kwan Shan and Ms. Tam Suk Fan Sindy, each holds 50% of Sino Impact Limited, which directly holds 54,710,000 Shares. By virtue of the SFO, Mr. Kwan Shan and Ms. Tam Suk Fan Sindy are deemed to be interested in the 54,710,000 Shares in which Sino Impact Limited is 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:

P.O. Box 1350
Clifton House
75 Fort Street
Grand Cayman
KY1-1108
Cayman Islands

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Head office and principal place of business: **Headquarter in PRC**4/F, Block 2
Founder Building
9 Shangdi Fifth Street
Haidian District
Beijing, China**Principal Place of Business in Hong Kong**18/F, Tesbury Centre
28 Queen's Road East
Wanchai
Hong KongWeb-site address (if applicable): www.vixtel.com

Share registrar:

Principal share registrar and transfer office in the Cayman Islands:Esteria Trust (Cayman) Limited
P.O. Box 1350, Clifton House
75 Fort Street
Grand Cayman KY1-1108
Cayman Islands***Hong Kong branch share registrar:***Tricor Investors Services Limited
Level 22
Hopewell Centre
183 Queen's Road East
Hong KongAuditors: Ernst & Young**B. Business activities***(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)*

The Group is a market leader in China's application performance management or APM industry. The Group's APM product and service offerings include primarily: (1) integrated APM system solutions; (2) software development services; (3) technical services; and (4) sales of embedded hardware and standard APM software.

C. Ordinary sharesNumber of ordinary shares in issue: 508,000,000Par value of ordinary shares in issue: HK\$0.01Board lot size (in number of shares): 5,000Name of other stock exchange(s) on which ordinary shares are also listed: N/A

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D. Warrants

| | |
|--|-----|
| Stock code: | N/A |
| Board lot size: | N/A |
| Expiry date: | N/A |
| Exercise price: | N/A |
| Conversion ratio: <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i> | 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).

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

N/A

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.

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Signed:

Yue Yong

Sie Tak Kwan

Guan Haiqing

Liang Judong

Cheung Hon Fai

Lam Kin Man

Shen Qi

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.*