

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: _____

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: Vixel Technologies Holdings Limited

Stock code (ordinary shares): 8342

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 August 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 (Notes 1 & 2)	61.03%
Li Duan	Interest of spouse	310,040,000 (Note 3)	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 (Notes 1 & 4)	61.03%
Chen Baozhu	Interest of spouse	310,040,000 (Note 5)	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 (Notes 1 & 6)	61.03%
Gu Wei	Interest of a spouse	310,040,000 (Note 7)	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 (Notes 1 & 8)	61.03%
Bai Xianqian	Interest of a spouse	310,040,000 (Note 9)	61.03%
Sino Impact Limited	Beneficial owner	54,710,000	10.77%
Kwan Shan	Interest in controlled corporation; interest of spouse	54,710,000 (Note 10)	10.77%
Tam Suk Fan Sindy	Interest in controlled corporation; interest of spouse	54,710,000 (Note 10)	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

THE STOCK EXCHANGE OF HONG KONG LIMITED

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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

40th Floor, Sunlight Tower
 No. 248 Queen's Road East
 Wanchai
 Hong Kong

Web-site address (if applicable): www.vixtel.com

Share registrar:

Principal share registrar and transfer office in the Cayman Islands:
 Estera 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 Kong

Auditors: 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

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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:

 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.*