

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: 20190325-F08087-0001

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 33 Media Group Limited

Stock code (ordinary shares): 8087

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 13 August 2019

**A. General**

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 28 February 2011

Name of Sponsor(s): Daiwa Capital Markets Hong Kong Limited

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

*Executive Directors:*  
**Mr. Ruan Deqing**  
**Mr. Peng Lichun**  
**Mr. Ma Pun Fai**

*Independent non-executive Directors:*  
**Ms. Tay Sheve Li**  
**Ms. Yu Shun Yan Verda**  
**Mr. Yau Kit Yu**

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

<i>Shareholder</i>	<i>No. of Shares</i>	<i>Approximate shareholding</i>
<b>Lizhong Limited (Note)</b>	<b>576,020,000</b>	<b>10.00%</b>

*Note: 48.73% and 48.73% of the entire issued share capital of Lizhong Limited is owned by Broad Win Limited and Joint Loyal Limited respectively. The entire issued share capital of Broad Win Limited and Joint Loyal Limited is owned by Mr. Lin Pintong and Mr. Ruan Deqing respectively.*

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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  
PO Box 2681  
Grand Cayman, KY1-1111  
Cayman Islands**

Head office and principal place of business: **Head office:  
Unit 2201, Tower A,  
HaiYunXuan,  
99 LianHui Road,  
XiZhiMen North Road,  
HaiDian District, Beijing,  
China**

**Principal place of business in Hong Kong:  
Suite 2001, Tower 1  
China Hong Kong City  
33 Canton Road  
Tsimshatsui  
Kowloon  
Hong Kong**

Web-site address (if applicable): **[www.china33media.com](http://www.china33media.com)**

Share registrar: **Principal share registrar and transfer office:  
SMP Partners (Cayman) Limited  
3rd Floor, Royal Bank House  
24 Shedden Road, George Town  
Grand Cayman KY1-1110  
Cayman Islands**

**Hong Kong branch share registrar and transfer office:  
Tricor Investor Services Limited  
Level 54, Hopewell Centre  
183 Queen's Road East  
Hong Kong**

Auditors: **HLB Hodgson Impey Cheng Limited  
31/F, Gloucester Tower, The Landmark  
11 Pedder Street, Central  
Hong Kong**

**B. Business activities**

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

**The Company and its subsidiaries are principally engaged in the provision of advertising services of printed media for railway networks, outdoor advertising spaces at selected trains and railway stations in the People's Republic of China, film and entertainment investment in Hong Kong and the People's Republic of China as well as prepaid card business in Hong Kong.**

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**C. Ordinary shares**

Number of ordinary shares in issue: **5,760,000,000**

Par value of ordinary shares in issue: **US\$0.001**

Board lot size (in number of shares): **20,000**

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:  
(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).

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

<b>Date of grant</b>	<b>Number of share options outstanding</b>	<b>Exercise price</b>	<b>Validity Period</b>
<b>5 July 2019</b>	<b>576,000,000</b>	<b>HK\$0.029</b>	<b>5 July 2019 till 4 July 2021</b>

**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:

.....  
Ruan Deqing

.....  
Peng Lichun

.....  
Ma Pun Fai

.....  
Tay Sheve Li

.....  
Yu Shun Yan Verda

.....  
Yau Kit Yu

**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.*