

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:** National Arts Entertainment and Culture Group Limited

**Stock code (ordinary shares):** 8228

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 22 July 2021.

**A. General**

Place of incorporation: Incorporated in the Cayman Islands and continued in Bermuda

Date of initial listing on GEM: 17 October 2002

Name of Sponsor(s): N/A

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

Executive Directors:  
Mr. Chow Kai Weng  
Mr. Cheng Wang Chun  
Mr. Ho Leung Ting

Non-executive Director:  
Dr. Lam Lee G.

Independent Non-executive Directors:  
Mr. Chui Chi Yun Robert  
Mr. Li Kit Chee  
Mr. Lam Kwok Hing Wilfred

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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\$0.1 each in the share capital of the Company (the "Shares")	Approximate percentage of shareholder interests (Note 2)
Mr. Sin Kwok Lam (Note 1)	1,584,147,296	19.03%
Ms. Law Po Yee (Note 1)	1,584,147,296	19.03%

Notes:

1. Mr. Sin Kwok Lam and Ms. Law Po Yee beneficially owned 1,584,147,296 Shares, representing approximately 19.03% of the issued share capital of the Company. By virtue of the Securities and Futures Ordinance, Ms. Law Po Yee, the spouse of Mr. Sin Kwok Lam, was deemed to be interested in all the Shares in which Mr. Sin Kwok Lam was interested.
2. This is calculated based on the total number of issued Shares as at 22 July 2021 (i.e. 8,323,868,369 Shares).

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: Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

Head office and principal place of business: Room 1514-1515,15/F., Seapower Tower, Concordia Plaza, No.1 Science Museum Road, Tsim Sha Tsui, Kowloon

Web-site address (if applicable): <http://www.nationalarts.hk/>

Share registrar: Tricor Secretaries Limited

Auditors: Elite Partners CPA Limited

**B. Business activities**

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

The Group is principally engaged in film production and distribution, the provision of management services to artistes, event coordination, provision of travel related products and operations of film studio and hotel.

**C. Ordinary shares**

Number of ordinary shares in issue: 8,323,868,369

Par value of ordinary shares in issue: HK\$0.1

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

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Expiry date: 17 January 2024

Exercise price: HK\$0.23

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

No. of warrants outstanding: 383,000,000

No. of shares falling to be issued upon 383,000,000  
the exercise of outstanding warrants:

**E. Other securities**

Details of any other securities in issue.

(1) Convertible bonds in the aggregate principal amount of HK\$1,244,876,198 which can be exercised from 29 June 2023 to 28 June 2025 at the exercise price of HK\$0.55 per conversion share; and (2) convertible bonds in the aggregate principal amount of HK\$25,000,000 which can be exercised at the exercise price of HK\$0.10 per conversion share.

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.

Submitted by: Cheng Wang Chun  
(Name)

Title: Director  
(Director, secretary or other duly authorised officer)

**NOTE**

*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 as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.*

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