



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:** China Primary Energy Holdings Limited

**Stock code (ordinary shares):** 8117

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 1 September 2021

**A. General**

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 13 December 2001

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**  
Ma Zheng (Chairman)  
Wong Pui Yiu  
Yuan Geng

**Non-executive director**  
Ji Jianghua

**Independent non-executive directors**  
Wan Tze Fan Terence  
Chung Chin Keung  
Wang Xiao Bing

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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	<u>Name of substantial shareholder</u>	<u>Interest in number of Shares</u>	<u>Approximate percentage of shareholding</u>
	Ma Zheng	371,871,632	36.32%
	Excel Sino Investments Limited (Note 1)	123,867,678 (Beneficial)	12.10%
	Tung Shing Energy Investment Limited (Note 1)	123,867,678 (Corporate)	12.10%
	Guo Xiuqin (Note 1)	123,867,678 (Corporate)	12.10%
	Ultra Vantage Holdings Limited (Note 2)	110,000,000 (Beneficial)	10.74%
	Lu Ke (Note 2)	110,000,000 (Corporate)	10.74%
	Ji Shengzhi (Note 2)	110,000,000 (Corporate)	10.74%
	Winmaxi (BVI) Company Limited (Note 3)	93,089,767 (Beneficial)	9.09%
	Winsteria (BVI) Company Limited (Note 3)	93,089,767 (Corporate)	9.09%
	Chogori Investment (Hong Kong) Limited (Note 3)	93,089,767 (Corporate)	9.09%
	成都萬科房地產有限公司 (Note 3)	93,089,767 (Corporate)	9.09%
	萬科企業股份有限公司 (Note 3)	93,089,767 (Corporate)	9.09%

Notes:

- Excel Sino Investments Limited, a company incorporated in the British Virgin Islands with limited liability, is beneficially owned as to 80% by Tung Shing Energy Investment Limited, a company incorporated in the British Virgin Islands (which in turn is 100% beneficially owned by Ms. Guo Xiuqin), and as to the remaining 20% by an independent investor. Tung Shing Energy Investment Limited and Ms. Guo Xiuqin are deemed to be interested in these underlying shares under Part XV of the Securities and Futures Ordinance (the "SFO").
- Ultra Vantage Holdings Limited, a company incorporated in Samoa with limited liability, is jointly owned by Ms. Lu Ke and Mr. Ji Shengzhi. Ms. Lu Ke and Mr. Ji Shengzhi are deemed to be interested in these underlying shares under SFO.
- Winmaxi (BVI) Company Limited ("Winmaxi") is a company incorporated in the British Virgin Islands with limited liability and is a subsidiary of China Vanke Co., Ltd.# (萬科企業股份有限公司), a company listed on The Stock Exchange of Hong Kong Limited.

Winmaxi is wholly-owned by Winsteria (BVI) Company Limited, which in turn is wholly-owned by Chogori Investment (Hong Kong) Limited, which in turn is wholly-owned by 成都萬科房地產有限公司, while 成都萬科房地產有限公司 is a controlling subsidiary of 萬科企業股份有限公司.

# For identification purpose only

**THE STOCK EXCHANGE OF HONG KONG LIMITED**  
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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, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands

Head office and principal place of business: Room 518, 5/F, Tower B, New Mandarin Plaza, 14 Science Museum Road, Tsim Sha Tsui East, Kowloon, Hong Kong

Web-site address (if applicable): http://china-p-energy.etnet.com.hk

Share registrar: Principal share registrar  
Suntera (Cayman) Limited  
Suite 3204, Unit 2A, Block 3, Building D, P.O. Box 1586, Gardenia Court,  
Camana Bay, Grand Cayman, KY1-1100, Cayman Islands

Hong Kong branch share registrar  
Tricor Tengis Limited  
Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong

Auditors: BDO Limited, Certified Public Accountants  
25th Floor, Wing On Centre, 111 Connaught Road 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 is an investment holding company. The Company and its subsidiaries are principally engaged in (i) transmission and distribution of natural gas; (ii) sales of heat and biomass gasification related products; and (iii) property investment in the PRC; and trading of electronic components in Hong Kong.

**C. Ordinary shares**

Number of ordinary shares in issue: 1,023,987,439

Par value of ordinary shares in issue: HK\$0.0625 each

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

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: N/A

*(Not applicable if the warrant is denominated in dollar value of conversion right)*

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No. of warrants outstanding: N/A

No. of shares falling to be issued upon the exercise of outstanding warrants: N/A

**E. Other securities**

**Share Options Scheme**

The Company adopted a share option scheme on 8 May 2012, pursuant to which the options (the "Options") have been granted:

Date of grant : 10 April 2015

Number of Options granted : 81,720,000

Exercise price per share : HK\$0.87

Exercise period of Options : 1 April 2018 to 7 May 2022 (both days inclusive)

Among the Options granted above, 14,420,000 Options were granted to the directors of the Company, details of which are as follows:

<u>Name of Directors</u>	<u>Positions held with the Company</u>	<u>Number of Options granted</u>
Ms. Ma Zheng	Chairman & Executive Director	820,000
Mr. Wong Pui Yiu	Executive Director	3,500,000
Mr. Yuan Geng	Executive Director	8,000,000
Mr. Wan Tze Fan Terence	Independent non-executive Director	700,000
Mr. Chung Chin Keung	Independent non-executive Director	700,000
Mr. Wang Xiao Bing	Independent non-executive Director	700,000
	Total:	<u>14,420,000</u>

On 10 April 2015, Mr. Yuan Geng was granted 8,000,000 Options. He has been appointed as executive director of the Company with effect from 18 February 2021.

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.

Submitted by: [Wong Chun Sing](#)  
(Name)

Title: [Secretary](#)  
(Director, secretary or other duly authorised officer)

\_\_\_\_\_  
Ma Zheng  
*Executive Director*

\_\_\_\_\_  
Wong Pui Yiu  
*Executive Director*

\_\_\_\_\_  
Yuan Geng  
*Executive Director*

\_\_\_\_\_  
Ji Jianghua  
*Non-executive Director*

\_\_\_\_\_  
Wan Tze Fan Terence  
*Independent Non-executive Director*

\_\_\_\_\_  
Chung Chin Keung  
*Independent Non-executive Director*

\_\_\_\_\_  
Wang Xiao Bing  
*Independent Non-executive Director*

**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.*