

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: Madison Holdings Group Limited

Stock code (ordinary shares): 08057

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 20 January 2022.....

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 8 October 2015

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:

Ms. Kuo Kwan

Mr. Zhang Li

Non-executive directors:

Mr. Ip Cho Yin J.P.

Mr. Ji Zuguang

Independent non-executive directors:

Ms. Fan Wei

Mr. Chu Kin Wang Peleus

Dr. Lau Reimer, Mary Jean

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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	Approximate percentage of shareholding in the Company
Royal Spectrum Holding Company Limited (“ Royal Spectrum ”) (Notes 1 and 2)	196,800,000	31.58%
<p>Notes:</p> <p>1. The entire issued share capital in Royal Spectrum is legally and beneficially owned as to 96.63% by Devoss Global Holdings Limited (“Devoss Global”) and 3.37% by Montrachet Holdings Limited, respectively. Devoss Global is legally and beneficially owned by Mr. Ting Pang Wan Raymond (“Mr. Ting”).</p> <p>2. Each of Devoss Global, CVP Financial Group Limited (“CVP”), Kaiser Capital Holdings Limited (“Kaiser Capital”) and Highgrade Holding Limited (“Highgrade Holding”) is wholly-owned by Mr. Ting. Mr. Ting is deemed to be interested in 248,691,672 shares, held by Devoss Global, CVP, Kaiser Capital and Highgrade Holding under Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).</p>		

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 March

Registered address:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal place of business:

Units 26-28, 8/F
One Island South
2 Heung Yip Road
Wong Chuk Hang
Hong Kong

Web-site address (if applicable):

<http://www.madison-group.com.hk>

Share registrar:

Principal share registrar and transfer office:
Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive P.O. Box 2681
Grand Cayman KY1-1111
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

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Auditors: SHINEWING (HK) CPA Limited
Certified Public Accountants

B. Business activities

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

- Retail sales and wholesales of wine products and other alcoholic beverages
- Provision of financial consultancy services
- Provision of loan financing and loan referral services

C. Ordinary shares

Number of ordinary shares in issue: 623,127,227

Par value of ordinary shares in issue: HK\$0.01

Board lot size (in number of shares): 4,000

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)

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).

As at the date hereof, 50,830,000 share options were granted by the Company under the Share Option Scheme adopted on 21 September 2015 remain outstanding, entitling the respective holders thereof to subscribe for:

- (i) up to 18,100,000 shares at an exercise price of HK\$8.00 per share during the exercise period from 17 June 2016 to 16 December 2025 (both dates inclusive);
- (ii) up to 19,890,000 shares at an exercise price of HK\$18.90 per share during the exercise period from 1 January 2019 to 2 April 2028 (both dates inclusive);

