

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: Dowway Holdings Limited (天平道合控股有限公司)

Stock code (ordinary shares): 8403

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 9 December 2022.....

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 12 June 2018

Name of Sponsor(s): RaffAello Capital Limited

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

Executive Directors
Huang Xiaodi (黃曉迪)
Yan Jinghui (閻景輝)
Dong Kejia (董可嘉)
Shum Ngok Wa (沈岳華)

Independent Non-executive Directors
Gao Hongqi (高紅旗)
Xu Shuang (徐爽)
Yu Leung Fai (余亮暉)

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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 shareholder	No. of shares	Approx. % of issued share capital of the Company
A&B Development Holding Limited ("A&B") (Note 1)	46,645,000	38.87%
Huang Xiaodi ("Mr. Huang") (Note 1)	46,645,000	38.87%
Lin Yuting (Note 2)	46,645,000	38.87%
Wing Ka Yuen Company Limited ("Wing Ka Yuen") (Note 3)	11,987,500	9.99%
Dong Kejia ("Mr. Dong") (Note 3)	11,987,500	9.99%

Notes:

1. Mr. Huang beneficially owns 100% of the issued share capital of A&B. Therefore, Mr. Huang is deemed, or taken to be, interested in all our shares held by A&B for the purpose of the SFO. Mr. Huang is the sole director of A&B.
2. Ms. Lin Yuting is the spouse of Mr. Huang. Therefore, Ms. Lin Yuting is deemed, or taken to be, interested in all the shares in which Mr. Huang has, or is deemed to have, an interest for the purpose of the SFO.
3. Mr. Dong beneficially owns 100% of the issued share capital of Wing Ka Yuen. Therefore, Mr. Dong is deemed, or taken to be, interested in all our shares held by Wing Ka Yuen for the purpose of the SFO. Mr. Dong is the sole director of Wing Ka Yuen.

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:

Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

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Head office and principal place of business: **Head office and principal place of business in PRC**
Room No. 501-509, 5th Floor
Run Cheng Centre
No. 12 Dongdaqiao Road
Chaoyang District
Beijing 100020 PRC

Principal place of business in Hong Kong registered under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
Room 1603, 16/F
China Building 29 Queen's Road Central
Central
Hong Kong

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

Share registrar: **Principal share registrar and transfer office in the Cayman Islands:**
Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

Branch share registrar and transfer office in Hong Kong:
Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
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 Group is primarily engaged in the provision of design, planning, coordination and management services of exhibitions and events in the PRC.

C. Ordinary shares

Number of ordinary shares in issue: 120,000,000

Par value of ordinary shares in issue: US\$0.002

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

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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 N/A
the exercise of outstanding warrants:

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.

As at 9 December 2022, there are 5,150,000 outstanding share options (exercise price per share = HK\$1.016)
granted by the Company which have not been exercised.

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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: Huang Xiaodi
(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.