

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: **AGTech Holdings Limited**
(亞博科技控股有限公司*)

Stock code (ordinary shares): **8279**

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 12 May 2023...

A. General

Place of incorporation: Bermuda

Date of initial listing on GEM: 19 January 2004

Name of Sponsor(s): N/A

Names of directors: Executive Directors

*(please distinguish the status of the directors
- Executive, Non-Executive or Independent
Non-Executive)*
Mr. SUN Ho
Ms. HU Taoye

Non-Executive Directors

Mr. TUNG Pen Hung
Ms. QIN Yuehong
Mr. JI Gang
Mr. ZOU Liang

Independent Non-Executive Directors

Mr. FENG Qing
Dr. GAO Jack Qunyao
Mr. CHOW Siu Lui

** for identification purposes only*

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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 held in the Company	Approximate percentage of issued shares of the Company
	Ali Fortune Investment Holding Limited (<i>Note 1</i>)	6,502,723,993	55.71%
	Alibaba Investment Limited (<i>Note 1 and Note 7</i>)	6,502,723,993	55.71%
	API Holdings Limited (<i>Note 1 and Note 7</i>)	6,502,723,993	55.71%
	Alibaba Group Holding Limited (<i>Note 2 and Note 7</i>)	6,502,723,993	55.71%
	API (Hong Kong) Investment Limited (<i>Note 3 and Note 7</i>)	6,502,723,993	55.71%
	Shanghai Yunju Venture Capital Investment Co., Ltd. (formerly known as Shanghai Yunju Investment Management Co., Ltd.) (<i>Note 4 and Note 7</i>)	6,502,723,993	55.71%
	Ant Group Co., Ltd. (formerly known as Ant Small and Micro Financial Services Group Co., Ltd.) (<i>Note 5 and Note 7</i>)	6,502,723,993	55.71%
	Hangzhou Yunbo Investment Consulting Co., Ltd. (<i>Note 6 and Note 7</i>)	6,502,723,993	55.71%
	Mr. MA Yun (<i>Note 6 and Note 7</i>)	6,502,723,993	55.71%
	Mr. JING Eric Xiandong (<i>Note 6 and Note 7</i>)	6,502,723,993	55.71%
	Ms. JIANG Fang (<i>Note 6 and Note 7</i>)	6,502,723,993	55.71%
	Mr. HU Simon Xiaoming (<i>Note 6 and Note 7</i>)	6,502,723,993	55.71%
	Maxprofit Global Inc. (<i>Note 8</i>)	2,006,250,000	17.19%
	Mr. SUN Ho (<i>Note 9</i>)	2,052,408,000	17.58%

Notes:

- Alibaba Investment Limited ("AIL") and API Holdings Limited ("API Holdings") hold 60% and 40% of the issued share capital of Ali Fortune Investment Holding Limited, respectively.

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2. Alibaba Group Holding Limited holds 100% of the issued share capital of ALL.
3. API (Hong Kong) Investment Limited holds 100% of the issued share capital of API Holdings.
4. Shanghai Yunju Venture Capital Investment Co., Ltd. (formerly known as Shanghai Yunju Investment Management Co., Ltd.) (“Shanghai Yunju”) holds 100% of the issued share capital of API (Hong Kong) Investment Limited.
5. Ant Group Co., Ltd. (formerly known as Ant Small and Micro Financial Services Group Co., Ltd.) (“Ant Holdco”) holds 100% of the equity interests in Shanghai Yunju. Hangzhou Junhan Equity Investment Partnership (Limited Partnership) (“Junhan”) and Hangzhou Junao Equity Investment Partnership (Limited Partnership) (“Junao”) hold approximately 31.04% and 22.42% (together approximately 53.46%) of Ant Holdco’s total issued shares, respectively.
6. Hangzhou Yunbo Investment Consulting Co., Ltd. (“Yunbo”) is the general partner of both Junhan and Junao, and is owned as to 34%, 22%, 22% and 22% by Mr. MA Yun, Mr. JING Eric Xiandong, Ms. JIANG Fang and Mr. HU Simon Xiaoming respectively. Pursuant to a concert party agreement (the “Concert Party Agreement”) entered into between Mr. MA Yun, Mr. JING Eric Xiandong, Ms. JIANG Fang and Mr. HU Simon Xiaoming, they have agreed on certain arrangements pertaining to their shareholdings in Yunbo. Pursuant to the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (the “SFO”), since each of Mr. MA Yun, Mr. JING Eric Xiandong, Ms. JIANG Fang and Mr. HU Simon Xiaoming is a party to the Concert Party Agreement, each of them is deemed to be interested in the shares of the Company in which the other parties to the Concert Party Agreement are interested. Pursuant to certain agreements entered into by Mr. Ma Yun, Yunbo and others on January 7, 2023, subject to certain conditions (including obtaining regulatory approvals) being satisfied, among other things, the Concert Party Agreement among shareholders of Yunbo will be terminated, Yunbo will cease to be Junhan’s general partner, and Mr. Ma Yun will cease to hold any interests in Yunbo. When these steps are effected, Mr. Ma Yun, Mr. Jing Eric Xiandong, Ms. Jiang Fang, Mr. Hu Simon Xiaoming and Yunbo will cease to have a notifiable interest. As at the date of this Company Information Sheet, completion of such agreements has not taken place and is subject to approval of or filing with relevant government authorities.
7. Each of ALL, Alibaba Group Holding Limited, API Holdings, API (Hong Kong) Investment Limited, Shanghai Yunju, Ant Holdco, Junhan, Junao, Yunbo, Mr. MA Yun, Mr. JING Eric Xiandong,

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Ms. JIANG Fang and Mr. HU Simon Xiaoming are taken to be interested in an aggregate of 6,502,723,993 shares of the Company by virtue of Part XV of the SFO.

8. Maxprofit Global Inc. is beneficially and wholly owned by Mr. SUN Ho.

9. Mr. SUN Ho is interested in 46,158,000 shares of the Company and, by virtue of his interest in Maxprofit Global Inc., is deemed to be also interested in 2,006,250,000 shares of the Company.

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company: Alibaba Group Holding Limited, a company incorporated in the Cayman Islands, with its American depository shares, each representing eight ordinary shares, listed on the New York Stock Exchange (Stock Symbol: BABA) and its ordinary shares listed on the Main Board of the Stock Exchange (Stock Code: 9988); Alibaba Health Information Technology Limited (Stock Code: 241); Alibaba Pictures Group Limited (Stock Code: 1060) and Sun Art Retail Group Limited (Stock Code: 6808)

Financial year end date: 31 December

Registered address: Clarendon House, 2 Church Street, Hamilton HM11, Bermuda

Head office and principal place of business: Unit 3912, 39th Floor, Tower Two, Times Square, Causeway Bay, Hong Kong

Web-site address (if applicable): http://www.agtech.com

Share registrar: Tricor Abacus Limited

Auditors: PricewaterhouseCoopers

B. Business activities

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

AGTech Holdings Limited is an investment holding company incorporated in Bermuda and its issued shares are listed on the GEM of The Stock Exchange of Hong Kong Limited. The Group is an integrated technology and services company, principally engaged in the lottery and mobile games and entertainment market with a focus on China and selected international markets.

C. Ordinary shares

Number of ordinary shares in issue: 11,672,342,235

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

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

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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.

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:

SUN Ho
(Name)

Title:

Director, Chairman & CEO
(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.