

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

REGULATORY FORMS
FORMS RELATING TO LISTING

FORM G

GEM

COMPANY INFORMATION SHEET

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: Timeless Resources Holdings Limited (the "Company")

Stock code (ordinary shares): 8028

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 Exchange's 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 2 January 2024.

A. General

Place of incorporation: Hong Kong

Date of initial listing on GEM: 25 November 1999

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. Felipe Tan
Mr. Ronald Tan

Independent non-executive Directors:
Ms. Chan Choi Ling
Mr. Lam Kwai Yan
Mr. Yu Leung Fai

THE STOCK EXCHANGE OF HONG KONG LIMITED*(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)*

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</u>	<u>Nature of Interests</u>	<u>Number of Shares held</u>	<u>Approximate percentage of the total issued shares</u>
Mr. Felipe Tan ("Mr. Tan")	Interest of a controlled corporation (Note)	67,807,440	24.11%
	Beneficial owner	15,912,800	5.65%
Starmax Holdings Limited ("Starmax")	Beneficial owner (Note)	67,807,440	24.11%

Note:
The shares were held by Starmax which is beneficially owned by Mr. Tan. By virtue of the Securities and Futures Ordinance, Mr. Tan is deemed to have interests in the shares held by Starmax

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:

Room 2208, 118 Connaught Road West, Hong Kong

Head office and principal place of business:

Room 2208, 118 Connaught Road West, Hong Kong

Web-site address (if applicable):

<http://www.timeless.com.hk>

Share registrar:

Computershare Hong Kong Investor Services Limited

Auditors:

HLB Hodgson Impey Cheng Limited

B. Business activities

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

The Company and its subsidiaries are principally engaged in (i) the exploration, development and exploitation of mines and trading of metal; and (ii) research, development and sale agency of bio and nano materials products as well as software maintenance and development services.

C. Ordinary shares

Number of ordinary shares in issue:

281,288,180

THE STOCK EXCHANGE OF HONG KONG LIMITED
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Par value of ordinary shares in issue: N/A

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

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).

Under the share option scheme adopted by the Company on 25 September 2013 (the “**2013 Scheme**”), options were granted on 17 February 2014, 2 March 2017 and 14 August 2023 respectively, entitling the holders thereof to subscribe for up to a total of 69,622,703 shares of the Company at exercise prices ranging from HK\$0.0242 to HK\$0.1329 per share of the Company.

With effect from the Company’s share consolidation on 2 January 2024, the number of share options granted and outstanding under the 2013 Scheme were adjusted to 6,962,270 shares of the Company and thus entitling the holders thereof to subscribe for up to a total of to 6,962,270 shares of the Company at adjusted exercise prices ranging from HK\$0.242 to HK\$1.329 per share of the Company.

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: Ko Yuen Kwan
(Name)

Title: Company Secretary
(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 Exchange’s website a revised information sheet as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.