

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: Dowway Holding 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 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 28 June 2024.

A. General

Place of incorporation: The 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 Director
Huang Xiaodi (黃曉迪)
Chen Xicheng (陳希成)
Yan Jinghui (閔景輝)
Dong Kejia (董可嘉)
Shum Ngok Wa (沈岳華)

Non-Executive Director
Lian Mingcheng (連明成)

Independent Non-executive Director
Xu Shuang (徐爽)
Tsoi Ka Shing (蔡嘉誠)

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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)	39,645,000	31.97%
Huang Xiaodi ("Mr. Huang") (Note 1)	39,645,000	31.97%
Lin Yuting (Note 2)	39,645,000	31.97%
Wing Ka Yuen Company Limited ("Wing Ka Yuen") (Note 3)	11,987,500	9.67%
Dong Kejia ("Mr. Dong") (Note 4)	11,987,500	9.67%

Notes:

- 1) The entire issued share capital of A&B is beneficially owned by Mr. Huang. Mr. Huang is deemed, or taken to be, interested in all shares held by A&B under Part XV of the Securities and Futures Ordinance (the "SFO").
- 2) Ms. Lin Yuting is the spouse of Mr. Huang and she is deemed, or taken to be, interested in all shares in which Mr. Huang is interested in or deemed to be interested in under Part XV of the SFO.
- 3) Wing Ka Yuen beneficially owns 11,987,500 shares and it had entered into an option agreement dated 2 December 2022 with A&B, pursuant to which, Wing Ka Yuen has the right to acquire from A&B up to 12,000,000 shares at an exercise price of HK\$1.00 per share within 2 years from the date of option agreement.
- 4) The entire issued share capital of Wing Ka Yuen is beneficially owned by Mr. Dong. Mr. Dong is deemed, or taken to be, interested in all 11,987,500 shares and the option, which confers the right to acquire 12,000,000 shares, held by Wing Ka Yuen under Part XV of the SFO.

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

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

Head office and principal place of business:

Head office and principal place of business in PRCRoom 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 529-533, 5/F., Beverley Commercial Centre,
87-105 Chatham Road, Tsim Sha Tsui,
Kowloon, 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:

Moore CPA Limited
801-806 Silvercord, Tower 1
30 Canton Road
Tsimshatsui Kowloon
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 primary engaged in the provision of online digital marketing business; design, planning, coordination and management services of exhibition and events in the PRC.

C. Ordinary shares

Number of ordinary shares in issue: 124,000,000

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

Board lot size (in number of shares): 20,000

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Name of other stock exchange(s) N/A
 on which ordinary shares are also
 listed: _____

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).

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.

THE STOCK EXCHANGE OF HONG KONG LIMITED
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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 Exchange's website a revised information sheet as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.