

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: Phoenitron Holdings Limited

Stock code (ordinary 8066 shares): _____

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 11 September 2024

A. General

Place of incorporation: The Cayman Islands

Date of initial listing on GEM: 20 December 2001

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. Lily Wu (Chairman and Chief Executive Officer)
Mr. Guo Rongxiang
Mr. Chang Wei Wen
Mr. Yang Meng Hsiu

Independent Non-Executive Directors
Ms. Wong Ka Wai, Jeanne
Mr. Yeung Man Chit, Daniel
Mr. Chan Siu Wing, Raymond

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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 (%)
	Golden Dice Co., Ltd	78,802,512	15.00
	Best Heaven Limited	31,586,500	6.01
	Mr. Tsai Chi Yuen <i>(Note 1)</i>	110,389,012	21.01

(Notes: 1. Mr. Tsai Chi Yuen is deemed to be a substantial shareholder of the Company by virtue of his 100% beneficial interest in Golden Dice Co., Ltd and Best Heaven Limited)

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:

31st December

Registered address:

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

Head office and principal place of
business:

Suite 710, 7th Floor,
North Tower, World Finance Centre, Harbour City,
Tsimshatsui,
Kowloon,
Hong Kong

Web-site address (if applicable):

www.phoenitron.com

Share registrar:

Principal share registrar and transfer office
Suntera (Cayman) Limited
Suite 3204, Unit 2A, Block 3, Building D
P.O. Box 1586
Gardenia Court, Camana Bay
Grand Cayman KY1-1110
Cayman Islands

Hong Kong branch share registrar and transfer office
Tricor Tengis Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

Auditors:

Moore CPA Limited

THE STOCK EXCHANGE OF HONG KONG LIMITED*(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)***B. Business activities***(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)*

The principal activities of the Group are (i) manufacturing and sales of smart cards; (ii) provision of customised smart card application systems; (iii) provision of financial and management consultancy services; (iv) sales and trading of scrap metals; and (v) investment in media and entertainment industry.

C. Ordinary shares

Number of ordinary shares in issue:	525,347,500
Par value of ordinary shares in issue:	HK\$0.20
Board lot size (in number of shares):	5,000 shares
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: <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	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.

Nil

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Share Options

	No. of share options outstanding	Exercise price per Share	Exercisable period
Share Options	37,179,250	HK\$0.200	3 January 2018 to 2 January 2028

Convertible Bonds

On 3 September 2024, the Company has issued the Convertible Bonds in the aggregate principal amount of HK\$16,500,000 to Mr. Guo Rong Xiang. Upon exercise of the conversion rights under the Convertible Bonds in full at the initial Conversion Price of HK\$0.30 per Conversion Share, a total of 55,000,000 Conversion Shares will be issued.

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: Chang Wei Wen
(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.