

APPENDIX 5
FORMS RELATING TO LISTING
FORM F
THE GROWTH ENTERPRISE MARKET (GEM)
COMPANY INFORMATION SHEET

CaseNumber: _____

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Company name: Gameone Holdings Limited 智傲控股有限公司

Stock code (ordinary shares): 8282

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on the Growth Enterprise Market (“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 the Growth Enterprise Market 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 1 March 2017...

A General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 13 January 2016

Name of Sponsor(s): China Everbright Capital Limited

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

Executive Directors
- Sze Yan Ngai
- Lam Kin Fai

Non-executive Director
- Wong Pui Yain

Independent Non-executive Directors
- Yung Kai Tai
- Fung Ying Him Anthony
- Iu Tak Meng Teddy

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	Nature Interest	of Number Shares	of Approximate Percentage Shareholding
	PC Asia Limited	Interest in a controlled corporation	66,787,235	41.74%
	PC Investment Limited	Beneficial owner	66,787,235	41.74%
	Wong Kiam Seng	Interest in a controlled corporation	66,787,235	41.74%

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Wong Pui Yain	Interest in a controlled corporation	66,787,235	41.74%
Chan Lai Chu	Interest of controlled corporation/ Interest of spouse	28,444,337	17.78%
Sze Yan Ngai	Interest of controlled corporation/ Interest of spouse	28,444,337	17.78%
Right One Global Limited	Beneficial owner	21,874,107	13.67%
Heartland Investment Limited	Interest in a controlled corporation	18,367,182	11.48%
New Horizon Capital, L.P.	Interest in a controlled corporation	18,367,182	11.48%
Nineyou International Limited	Beneficial owner	18,367,182	11.48%

Notes:

1. PC Investment Limited is beneficially owned by PC Asia Limited as to 99% and PC Asia Nominees as to 1%. PC Asia Nominees is beneficially owned by PC Asia Limited.

2. PC Asia Limited is beneficially owned by Mr. Wong Kiam Seng as to 50% and Ms. Wong Pui Yain as to 50%.

3. Mr. Sze Yan Ngai holds 50% of Right One Global Limited which holds 21,874,107 Shares. In addition, Mr. Sze Yan Ngai and Ms. Chan Lai Chu holds 6,562,230 Shares and 8,000 Shares of the Company respectively. Ms. Chan Lai Chu is the spouse of Mr. Sze Yan Ngai. Ms. Chan Lai Chu holds 50% of the issued share capital of Right One Global Limited which holds 21,874,107 Shares.

4. Based on the information provided by Nineyou International Limited ("NYIL"), NYIL is beneficially owned by Heartland Investment Limited as to approximately 44.443%, Wollerton Investments Pte. Ltd. as to approximately 18.958%, Fair Gold International Limited as to approximately 15.612%, Everstar Overseas Holding Ltd. as to approximately 10.036%, Star Fortune Overseas Holding Limited as to approximately 8% and Hongxin International Holdings Limited as to approximately 2.951%, all of whom are independent third parties. Wollerton Investments Pte. Ltd. is owned as to approximately 82.36% by Heartland Investment Limited. Heartland Investment Limited is wholly owned by New Horizon Capital, L.P. which is also an independent third party.

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

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Registered address: P.O. Box 309, Uglan House,
Grand Cayman, KY1-1104,
Cayman Islands

Head office and principal place of business: Room 1808-9, 18/F,
Two Chinachem Exchange Square,
338 King's Road, North Point,
Hong Kong

Web-site address (if applicable): www.gameone.com.hk

Share registrar: **Cayman Islands principal share registrar and transfer office:**
Maples Fund Services (Cayman) Limited
P.O. Box 1093, Boundary Hall,
Cricket Square,
Grand Cayman KY1-1102,
Cayman Islands

Hong Kong branch share registrar and transfer office:
Tricor Investor Services Limited
Level 22,
Hopewell Centre,
183 Queen's Road East,
Hong Kong

Auditors: BDO Limited
25th Floor, Wing On Centre,
111 Connaught Road Central,
Hong Kong

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) is an integrated game developer, operator and publisher focusing in the market of Hong Kong and Taiwan. It operates its self-developed games and published them on its own distribution platforms and utilized our own payment channels. It also operates licensed games which utilized its own distribution platforms and payment channels.

C Ordinary shares

Number of ordinary shares in issue: 160,000,000

Par value of ordinary shares in issue: HK\$0.01

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

Conversion ratio: N/A
(Not applicable if the warrant is denominated in dollar value of conversion right)

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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.

Signed:

Sze Yan Ngai

Lam Kin Fai

Wong Pui Yain

Yung Kai Tai

Fung Ying Him Anthony

Iu Tak Meng Teddy

NOTES

- (1) *This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.*
- (2) *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, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.*
- (3) *Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.*