

## APPENDIX 5

### FORMS RELATING TO LISTING

#### FORM F

#### THE GROWTH ENTERPRISE MARKET (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:** China Oil Gangran Energy Group Holdings Limited

**Stock code (ordinary shares):** 8132

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 2 February 2015.....

#### **A. General**

**Place of incorporation:** Cayman Island

**Date of initial listing on GEM:** 18 May 2011

**Name of Sponsor(s):** Partners Capital International Limited

**Names of directors:** **Executive Directors**  
*(please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive)*  
Mr. Zou Donghai  
Mr. Rong Changjun  
Mr. Zhang Xueming  
Mr. Ho Chun Kit Gregory  
Mr. Chan Lung Ming

**Non-Executive Director**  
Mr. Tse Yee Hin, Tony

**Independent non-Executive Directors**  
Ms. Eugenia Yang  
Mr. Ng Ka Chung  
Mr. Lau Sung Tat, Vincent

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
	N/A	

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
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Financial year end date:	31 March
Registered address:	Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands
Head office and principal place of business:	Suites 707-9, 7 <sup>th</sup> Floor, Prudential Tower, The Gateway, Harbour City, Tsim Sha Tsui, Kowloon, Hong Kong
Web-site address (if applicable):	<a href="http://www.chinaoilgangran.com">http://www.chinaoilgangran.com</a>
Share registrar:	<i>The Principal Share Registrar in Cayman Islands</i> Codan Trust Company (Cayman) Limited Cricket Square, Hutchins Drive P.O. Box 2681 Grand Cayman KY1-1111 Cayman Islands  <i>Branch Share Registrar and Transfer Agent in Hong Kong</i> Tricor Investor Services Limited 26 <sup>th</sup> Floor, Tesbury Centre 28 Queen's Road East Wanchai, Hong Kong
Auditors:	Elite Partners CPA Limited

### **B. Business activities**

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

The Group is principally engaged in (i) development of liquefied natural gas, compressed natural gas and related clean energy business; (ii) activities relating to the provision of programming services, web services, mobile marketing solutions and development of mobile phone games; and (iii) sales and manufacture of power cords and inlet sockets for household electric appliances and power and data cords for mobile handsets and medical control devices and raw cables.

### **C. Ordinary shares**

Number of ordinary shares in issue:	8,772,400,000
Par value of ordinary shares in issue:	HK\$0.0001
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: <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	NA
No. of warrants outstanding:	N/A

No. of shares falling to be issued upon the exercise of outstanding warrants: N/A

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#### **E. Other securities**

Share options: Options granted under the share option scheme adopted pursuant to a resolution of the sole shareholder passed on 27 April 2011 to subscribe for 495,000,000 shares remained outstanding as at 31 January 2015

Convertible bonds: HK\$113,799,968 at HK\$0.237 conversion price per share

Promissory notes: Outstanding principal amount from subscription of promissory notes amounted to HK\$112,930,000

Save as disclosed above, no other securities of the Company have been 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.

Signed:

Mr. Zou Donghai

Mr. Zhang Xueming

Mr. Rong Changjun

Mr. Ho Chun Kit Gregory

Mr. Chan Lung Ming

Mr. Tse Yee Hin, Tony

Ms. Eugenia Yang

Mr. Ng Ka Chung

Mr. Lau Sung Tat, Vincent

#### ***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.*