

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

**APPENDIX 5**

**FORMS RELATING TO LISTING**

**FORM F**

**THE GROWTH ENTERPRISE MARKET (GEM)**

**COMPANY INFORMATION SHEET**

**Case Number:** 20170301-I16056-0001

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:** Genes Tech Group Holdings Company Limited (靖洋集團控股有限公司)

**Stock code (ordinary shares):** 8257

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 13 July 2017....

**A. General**

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 14 July 2017

Name of Sponsor(s): Ample Capital Limited

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

*Executive Director:*  
Yang Ming-Hsiang  
Fan Chiang-Shen  
Wei Hung-Li

*Independent non-executive Directors:*  
Kam Leung Ming  
Cheng Chun Shing  
Ho Pak Chuen Brian

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 substantial shareholder	Nature of interest	Number of shares of HK\$0.01 each in the capital of the Company (the "Shares")	Approximate percentage of shareholding
Queenbest Development Limited (note 1)	Beneficial interest	374,625,000	37.46%

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Ever Wealth Holdings Limited (note 2)	Beneficial interest	81,150,000	8.11%
Planeta Investments Limited (note 3)	Beneficial interest	63,750,000	6.38%
Yang Ming-Hsiang	Beneficial owner	27,975,000	2.80%
	Interest in persons acting in concert (note 4)	654,075,000	65.40%
		682,050,000	68.20%
Wei Hung-Li	Beneficial owner	19,125,000	1.91%
	Interest in persons acting in concert (note 4)	662,925,000	66.29%
		682,050,000	68.20%
Fan Chiang-Shen	Beneficial owner	2,925,000	0.29%
	Interest in persons acting in concert (note 4)	679,125,000	67.91%
		682,050,000	68.20%
Tai-Yi Investment Co. Ltd (台儀投資事業有限公司) ("Tai-Yi") (note 5)	Beneficial owner	111,300,000	11.13%
	Interest in persons acting in concert (note 4)	570,750,000	57.07%
		682,050,000	68.20%
Chen Yuan-Chi (陳源基) (note 6)	Interest of a controlled corporation	682,050,000 (note 6)	68.20%
Lin Yen-Po	Beneficial interest	1,200,000	0.12%
	Interest in persons acting in concert (note 4)	680,850,000	68.08%
		682,050,000	68.20%

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Notes:

1. Queenbest Development Limited is a company incorporated in the British Virgin Islands. As at the date of this sheet, it was held by 45 individual shareholders and Yang Ming-Hsiang was interested in approximately 27.6%, Wei Hung-Li was interested in approximately 10.2%, Fan Chiang-Shen was interested in approximately 10.7% and Lin Yen-Po was interested in approximately 5.1% of its shareholding. The other shareholders were mainly employees and ex-employees of Genes Tech Co., Ltd. (靖洋科技股份有限公司) ("**Genes Tech Taiwan**") who were Independent Third Parties and each held interests ranging from approximately 0.02% to 7.3%.
2. Ever Wealth Holdings Limited is a company incorporated in the Republic of Seychelles. As at the date of this sheet, it was held by nine individual shareholders and Yang Ming-Hsiang was interested in approximately 28.0%, Wei Hung-Li was interested in approximately 4.8% and Lin Yen-Po was interested in approximately 20.7% of its shareholding. The other shareholders consisted of employees of Genes Tech Taiwan who were Independent Third Parties and each held interests ranging from approximately 1.0% to 15.0%.
3. Planeta Investments Limited is a company incorporated in Anguilla. As at the date of this sheet, it was held by 10 individual shareholders and Yang Ming-Hsiang was interested in approximately 28.5%, Wei Hung-Li was interested in approximately 4.3%, Fan Chiang-Shen was interested in approximately 10.7% and Lin Yen-Po was interested in approximately 17.8% of its shareholding. The other shareholders were mainly employees of Genes Tech Taiwan who were Independent Third Parties and each held interests ranging from approximately 0.7% to 26.7%.
4. Pursuant to a concert party agreement dated 22 August 2016 (the "**Concert Party Agreement**") entered into by Yang Ming-Hsiang, Tai-Yi, Wei Hung-Li, Fan Chiang-Shen and Lin Yen-Po (the "**Concert Parties**"), they have agreed with certain arrangement pertaining to their shareholding. Pursuant to the SFO, each of them is deemed to be interested in the shares which the other parties to the Concert Party Agreement are interested in. The interests in these shares include the interests of the Concert Parties under the Concert Party Agreement and the interests of controlled corporations controlled by the Concert Parties.
5. Tai-Yi is a company incorporated in Taiwan. As at the date of this sheet, it was held by six individual shareholders. It is a party to the Concerted Party Agreement.
6. Mr. Chen Yuan-Chi (陳源基) is interested in approximately 33.33% shareholding in Tai-Yi and he is deemed to be interested in these shares pursuant to Part XV of the SFO.
7. The number of shares and the approximate shareholding percentage are based on the assumption that the Offer Size Adjustment Option is not exercised and that no shares have been issued or allotted pursuant to the exercise of any option that may be granted under the Share Option Scheme.

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:	<u>31 December</u>
Registered address:	<u>Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands</u>
Head office and principal place of business:	<i>In Taiwan:</i> No. 80, Baotai 3rd Road, Zhubei City Hsinchu County 30244 Taiwan  <i>In Hong Kong:</i> Rooms 2105–06, 21/F Office Tower Langham Place 8 Argyle Street Mongkok, Kowloon Hong Kong
Web-site address (if applicable):	<u><a href="http://www.genestech.com">www.genestech.com</a></u>
Share registrar:	<i>Principal share registrar and transfer office in the Cayman Islands:</i> Conyers Trust Company (Cayman) Limited Cricket Square Hutchins Drive PO Box 2681 Grand Cayman KY1-1111 Cayman Islands  <i>Hong Kong branch share registrar:</i> Tricor Investor Services Limited Level 22, Hopewell Centre 183 Queen's Road East Hong Kong
Auditors:	Elite Partners CPA Limited 10/F, 8 Observatory Road Tsim Sha Tsui, Kowloon Hong Kong  Moore Stephens 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 Company and its subsidiaries (the “**Group**”) is turnkey solution provider and exporter of used semiconductor manufacturing equipment (“**SME**”) and components and accessories of SME such as pump, cooling water pipe, filter, baratron sensor and condenser in Taiwan.

**C. Ordinary shares**

Number of ordinary shares in issue:	<u>1,000,000,000</u>
Par value of ordinary shares in issue:	<u>HK\$0.01</u>
Board lot size (in number of shares):	<u>10,000</u>
Name of other stock exchange(s) on which ordinary shares are also listed:	<u>N/A</u>

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**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 N/A  
the exercise of outstanding warrants: \_\_\_\_\_

**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.

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Signed:

\_\_\_\_\_  
Yang Ming-Hsiang

\_\_\_\_\_  
Fan Chiang-Shen

\_\_\_\_\_  
Wei Hung-Li

\_\_\_\_\_  
Kam Leung Ming

\_\_\_\_\_  
Cheng Chun Shing

\_\_\_\_\_  
Ho Pak Chuen Brian

**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.*