

**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: \_\_\_\_\_

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 CBM Group Company Limited

Stock code (ordinary shares): 08270

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 15 December 2015.....

**A. General**

Place of incorporation: Incorporated in the Cayman Islands and continued in Bermuda

Date of initial listing on GEM: 12 August 2003

Name of Sponsor(s): South China Capital Limited

Names of directors: Executive Directors:  
(please distinguish the status of the directors Mr. Wang Zhong Sheng  
- Executive, Non-Executive or Independent Mr. Fu Shou Gang  
Non-Executive)

Independent Non-executive Directors:  
Mr. Luo Wei Kun  
Ms. Pang Yuk Fong  
Mr. Wang Zhi He

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Name(s) of substantial shareholder(s): Mr. Wang Zhong Sheng  
(as such term is defined in rule 1.01 of the 18,118,500 shares (corporate interest) (Note 1)  
GEM Listing Rules) and their respective 470,588,254 shares (personal interest) (Note 2)  
interests in the ordinary shares and other  
securities of the Company  
Madam Zhao Xin  
488,706,754 shares (interest of spouse) (Note 3)

Jumbo Lane Investments Limited  
18,118,500 shares (beneficial interest)

## Notes

1. These shares are held by Jumbo Lane Investments Limited, a company incorporated in the British Virgin Islands, which is beneficially owned as to 100% by Mr. Wang Zhong Sheng who is taken to be interested in the shares owned by Jumbo Lane Investments Limited pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO").

2. Out of the 470,588,254 Shares, Mr. Wang Zhong Sheng is interested as (i) a grantee of options to subscribe for 324,750 Shares under the share option scheme adopted by the Company on 18 May 2011; (ii) a beneficial owner of 376,121,483 Shares. (iii) a holder of convertible bonds convertible to 94,142,021 conversion shares.

3. Madam Zhao Xin is deemed to be interested in such shares by virtue of the interests in such shares held by her spouse, Mr. Wang Zhong Sheng pursuant to the SFO.

Name(s) of company(ies) listed on GEM or N/A  
the Main Board of the Stock Exchange  
within the same group as the Company:

Financial year end date: 31 December

Registered address: Clarendon House,  
2 Church Street,  
Hamilton HM 11,  
Bermuda

Head office and principal place of business: Room 910B, 9/F,  
East Wing,  
Tsim Sha Tsui Centre,  
66 Mody Road,  
Tsim Sha Tsui,  
Kowloon, Hong Kong

Web-site address (if applicable): [http://www.ilinkfin.net/china\\_cbm/](http://www.ilinkfin.net/china_cbm/)

Share registrar: PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Codan Services Limited  
Clarendon House,  
2 Church Street,  
Hamilton HM 11,  
Bermuda

HONG KONG BRANCH SHARE REGISTRAR AND  
TRANSFER OFFICE:

Tricor Tengis Limited  
Level 22, Hopewell Centre,  
183 Queen's Road East,  
Hong Kong

Auditors: HLB Hodgson Impey Cheng 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 the business of exploitation, liquefaction production and sales of natural gas in the PRC. Headquartered in Beijing. The Group's production of liquefied coalbed gas is in Shanxi Qinshui

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Basin which boasts the richest liquefied coalbed gas, while its distribution network extends to Shanxi, Guangxi and Guangdong Provinces, etc

**C. Ordinary shares**

Number of ordinary shares in issue: 1,319,484,534 shares

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

Board lot size (in number of shares): 10,000

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)

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.

The Company had outstanding convertible bonds convertible to 94,142,021 conversion shares.  
The Company originally had outstanding options to subscribe for 321,190,740 shares under the share option scheme adopted on 18 May 2011 (the "Share Option Scheme"). Immediately after the Capital Reorganisation becoming effective and upon adjustments made pursuant to the GEM Listing Rules and Share Option Scheme, such options are entitled to subscribe for 32,119,074 shares under the Share Option Scheme.

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**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:

\_\_\_\_\_  
Wang Zhong Sheng

\_\_\_\_\_  
Fu Shou Gang

\_\_\_\_\_  
Pang Yuk Fong

\_\_\_\_\_  
Luo Wei Kun

\_\_\_\_\_  
Wang Zhi He

**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.*