

**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**

**GEM**

**COMPANY INFORMATION SHEET**

**Case Number:** 20171212-I17041-0003

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:** Amuse Group Holding Limited 佰悅集團控股有限公司

**Stock code (ordinary shares):** 8545

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 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 30 May 2018...

**A. General**

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 31 May 2018

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 Directors  
Mr. Li Wai Keung  
Mr. To Hoi Pan  
Ms. Lee Kwai Fong

Independent Non-Executive Directors  
Ms. Chow Chi Ling Janice  
Mr. Tung Man  
Mr. Yu Pui Hang

**THE STOCK EXCHANGE OF HONG KONG LIMITED**

(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

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

<b>Substantial shareholder</b>	<b>Capacity</b>	<b>Number of shares of HK0.01 each in the share capital of the Company ("Shares")</b>	<b>Percentage of shareholding in the Company</b>
Infinite Force Holdings Limited (" <b>Infinite Force</b> ")	Beneficial owner ( <i>Note 1</i> )	637,500,000	63.75%
Mr. Li Wai Keung (" <b>Mr. Li</b> ")	Interest of controlled corporation ( <i>Note 1</i> )	637,500,000	63.75%
Ms. Fong Wing Yan	Interest of spouse ( <i>Note 2</i> )	637,500,000	63.75%
New Express Investment Limited (" <b>New Express</b> ")	Beneficial owner ( <i>Note 3</i> )	112,500,000	11.25%
China Investment and Finance Group Limited	Interest of controlled Corporation ( <i>Note 3</i> )	112,500,000	11.25%

**Notes**

1. The Company is owned as to 63.75% by Infinite Force. As Mr. Li owns the entire issued share capital of Infinite force, he is deemed to be interested in all the Shares registered in the name of Infinite Force under the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong)("SFO").
2. Ms. Fong Wing Yan is the spouse of Mr. Li. Under the SFO, Ms. Fong Wing Yan is deemed to be interested in the same number of Shares in which Mr. Li is interested.
3. New Express is wholly owned by China Investment and Finance Group Limited, a company incorporated in the Cayman Islands and whose shares are listed on the Stock Exchange (stock code: 1226). Under the SFO, China Investment and Finance Group Limited is deemed to be interested in the Shares registered in the name of New Express.

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 March

Registered address:

PO Box 1350, Clifton House  
75 Fort Street, Grand Cayman  
KY1-1108  
Cayman Islands

Head office and principal place of business:

**Principal place of business in Hong Kong**  
Flat A-C, 3A/F, Metex House  
24-32 Fui Yiu Kok Road  
Tsuen Wan  
Hong Kong

Web-site address (if applicable):

amusegroupholding.com

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

Share registrar: [Cayman Islands principal share registrar and transfer office](#)  
Esteria Trust (Cayman) Limited  
PO Box 1350, Clifton House  
75 Fort Street, Grand Cayman  
KY1-1108  
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: KPMG  
8th Floor, Prince's Building  
10 Chater 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 are Hong Kong-based toy companies which carry out design, marketing, distribution and retail sales of toys and related products.

**C. Ordinary shares**

Number of ordinary shares in issue: [1,000,000,000](#)

Par value of ordinary shares in issue: [HK\\$0.01](#)

Board lot size (in number of shares): [8,000](#)

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).*

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

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

[N/A](#)

---

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

**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:

\_\_\_\_\_  
LI Wai Keung

\_\_\_\_\_  
To Hoi Pan

\_\_\_\_\_  
LEE Kwai Fong

\_\_\_\_\_  
CHOW Chi Ling Janice

\_\_\_\_\_  
TUNG Man

\_\_\_\_\_  
YU Pui Hang

**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.*