

(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: Loco Hong Kong Holdings Limited

Stock code (ordinary shares): 8162

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 <u>09/11/2016</u>

## A. General

Place of incorporation: Hong Kong

Date of initial listing on GEM: 5 August 2014

Name of Sponsor(s): N/A

Names of directors:

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

Non-Executive)

**Executive Directors:** 

Mr. Zhu Hongguang (Chairman)

Mr. Zha Jianping (CEO)

Mr. Felipe Tan

**Independent Non-executive Directors:** 

Mr. Chan Ka Ling Edmond Ms. Tsang Wai Chun Marianna

Dr. Wang Lin

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		% of issued share capital
Felipe Tan	40,510,000	10.12
Good Omen Investments Limited	40,260,000	10.06
Belmont Holdings Group Limited	40,260,000	10.06
GobiMin Inc.	40,260,000	10.06
GobiMin Investments Limited	40,260,000	10.06
GobiMin Silver Limited	40,260,000	10.06
Hon Pok	76,000,000	18.99

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

Financial year end date: 31 December

Registered address: Room1702, 17/F., World Wide House, 19 Des Voeux Road Central,

Hong Kong

Head office and principal place of business: Room1702, 17/F., World Wide House, 19 Des Voeux Road Central,

Hong Kong

Web-site address (if applicable): http://www.locohkholdings.com

Share registrar: Tricor Investor Services Limited

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

Auditors: BDO 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 trading of metals and commodity forward contracts and processing of silver products in Hong Kong.

## C. Ordinary shares

Number of ordinary shares in issue: 400,170,000

Par value of ordinary shares in issue: N/A

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

Name of other stock exchange(s) on which ordinary shares are also listed:

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Stock code:	N/A
Board lot size:	N/A
Expiry date:	N/A
Exercise price:	N/A
Conversion ratio: (Not applicable if the warrant is denominated in dollar value of conversion right)	N/A
No. of warrants outstanding:	N/A
No. of shares falling to be issued upon the exercise of outstanding warrants:	n N/A

## E. Other securities

D. Warrants

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).

On 23 June 2016 (after trading hours of the Stock Exchange), the Company entered into the Placing Agreement with the Placing Agent pursuant to which the Placing Agent has conditionally agreed to procure not less than six Placees to subscribe for the Convertible Bonds with an aggregate principal amount of up to HK\$36,800,000 at the Placing Price. On 15 July 2016, completion of the Placing Agreement took place and the Convertible Bonds with an aggregate principal amount of HK\$36,800,000 were issued to the Placees and 80,000,000 Conversion Shares will be allotted and issued by the Company upon exercise in full of the conversion rights attaching to the Convertible Bonds at Initial Conversion Price of HK\$0.46 per Conversion Share.

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

Nil

# 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:	
(Sd.) Zhu Hongguang Zhu Hongguang	(Sd.) Zha Jianping Zha Jianping
(Sd.) Felipe Tan Felipe Tan	(Sd.) Chan Ka Ling Edmond Chan Ka Ling Edmond
(Sd.) Tsang Wai Chun Marianna Tsang Wai Chun Marianna	(Sd.) Wang Lin Wang Lin

#### **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.

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