

## APPENDIX 5

### FORMS RELATING TO LISTING

#### FORM F

### THE GROWTH ENTERPRISE MARKET (GEM)

#### COMPANY INFORMATION SHEET

**Case Number: 20100127-F08096-0005**

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** : **Ruifeng Petroleum Chemical Holdings Limited**

**Stock code (ordinary shares)** : **8096**

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 30 May 2012.

#### **A. General**

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 27 February 2002

Name of Sponsor(s) : ICEA Capital Limited

Names of directors <i>(please distinguish the status of the directors – Executive, Non-Executive or Independent Non-Executive)</i>	:	Mr. Chan Wai Lun Anthony, as Executive Director ( <i>Chairman</i> ) Mr. Yue Wai Keung, as Executive Director Mr. Yu, Won Kong Dennis, as Executive Director Mr. Guo Jing Sheng, as Executive Director Mr. Chan Kwan Pak, as Non-executive Director Dr. Chen Tzyh-Trong, as Independent Non-executive Director Dr. Lee Chung Mong, as Independent Non-executive Director
Name(s) of substantial shareholder(s) <i>(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</i>	:	Mr. Chan Wai Lun Anthony – 22.16% (L); Mr. Chan Kin Wah Daniel – 22.16% (L); Black Sea Horizon Investment Holdings Limited – 22.16% (L); <i>(Black Sea Horizon Investment Holdings Limited a company incorporated in Hong Kong with limited liability, is beneficially owned as to 60% by Ms. Zhao Shu Min, and the remaining 40% is beneficially and jointly owned by Mr. Chan Wai Lun Anthony (the chairman and executive Director) and Chan Kin Wah Daniel.)</i> Mr. Yu Won Kong Dennis – 16.50% (L) & 2.01% (S); Mr. Yue Wai Keung – 16.42% (L) & 2.01% (S); Inno Smart Group Limited – 15.61% (L) & 2.01% (S); <i>(Inno Smart Group Limited is beneficially owned 50% by Mr. Yu Won Kong Dennis and 50% by Mr. Yue Wai Keung.)</i> Mr. Xu Xi Ming – 13.38% (L); <i>((L)=long position; (S)=Short position)</i>
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 December
Registered address	:	Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands
Head office and principal place of business	:	13/F., Guangdong Investment Tower, 148 Connaught Road, Central, Hong Kong
Web-site address (if applicable)	:	<a href="http://www.ruifengholdings.com">http://www.ruifengholdings.com</a>
Share registrar	:	Computershare Hong Kong Investor Services Limited
Auditors	:	Parker Randall CF (H.K.) CPA Limited

## **B. Business activities**

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

The principal activities of the Company and its subsidiaries (together the “**Group**”) are (i) the development and distribution of Thin Computing solutions and related products; and (ii) heavy oil processing, trading of fuel oil and related products, and leasing of storage tanks and related facilities to its customers.

## **C. Ordinary shares**

Number of ordinary shares in issue : 4,963,818,617

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

Board lot size (in number of shares) : 4,000

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

## **D. Warrants**

Stock code : –

Board lot size : –

Expiry date : –

Exercise price : –

Conversion ratio : –

*(Not applicable if the warrant is denominated in dollar value of conversion right)*

No. of warrants outstanding : –

No. of shares falling to be issued upon 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).*

On 22 August 2011, a total of 246,900,000 new share options had been granted to its directors and employees under the existing Share Option Scheme. Options granted can be exercised from 22 February 2012 to 22 February 2015 with exercise prices range from HK\$0.706 to HK\$1.376. As at the date of this report, there are totally 74,700,000 options lapsed and leaving 172,200,000 options outstanding, and no exercise is made.

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.

Signed:

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Mr. Chan Wai Lun, Anthony

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Mr. Yue Wai Keung

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Mr. Yu Won Kong Dennis

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Mr. Guo Jing Sheng

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Mr. Chan Kwan Pak

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Dr. Chen Tzyh-Trong

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Dr. Lee Chung Mong

*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.*