

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: **20150604-I15022-0002**
20151203-I15022-0003

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Company name: **GREAT WATER HOLDINGS LIMITED**
建禹集團控股有限公司

Stock code (ordinary shares): **8196**

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 8 December 2015.

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 9 December 2015

Name of Sponsor(s): Shenwan Hongyuan Capital (H.K.) Limited

Names of directors: Executive Directors

(please distinguish the status of the directors
- Executive, Non-Executive or Independent
Non-Executive) **XIE Yang**
 HE Xuan Xi

Non-executive Directors

GONG Lan Lan
SONG Xiao Xing

Independent non-executive Directors

BAI Shuang
HA Cheng Yong
TSE Chi Wai

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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 immediately after completion of the Placing:

Name	Number of Shares	Approximate percentage of shareholding
Oceanic Expert Investments Limited (“Ocean Expert”)	91,350,000	30.45%
Perfect Wave Holdings Limited (“Perfect Wave”) (Note 1)	91,350,000	30.45%
Xie Yang (“Mr. Xie”) (Note 1)	91,350,000	30.45%
Waterman Global Limited (“Waterman Global”)	67,117,500	22.37%
The Thinker Global Limited (“Thinker Global”) (Note 2)	67,117,500	22.37%
Gong Lan Lan (“Ms. Gong”) (Note 2)	67,117,500	22.37%
Great Time Ventures Limited (“Great Time”)	44,032,500	14.68%
Topman Ventures Limited (“Topman Ventures”) (Note 3)	44,032,500	14.68%
Song Xiao Xing (“Mr. Song”) (Note 3)	44,032,500	14.68%

Notes:

- 1 Mr. Xie holds the entire issued shares of Perfect Wave and Perfect Wave holds the entire issued shares of Oceanic Expert. Therefore, Mr. Xie is deemed or taken to be interested in all the Shares which are beneficially owned by Oceanic Expert.
- 2 Ms. Gong holds the entire issued shares of Thinker Global and Thinker Global holds the entire issued shares of Waterman Global. Therefore, Ms. Gong is deemed or taken to be interested in all the Shares which are beneficially owned by Waterman Global.
- 3 Mr. Song holds the entire issued shares of Topman Ventures and Topman Ventures holds the entire issued shares of Great Time. Therefore, Mr. Song is deemed or taken to be interested in all the Shares which are beneficially owned by Great Time.

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

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Registered address: Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Head office and principal place of business: No. 18 Keyan Road
Science City
High-tech Industrial Development Zone
Guangzhou, PRC

Web-site address (if applicable): www.greatwater.com.cn

Share registrar: Tricor Investor Services Limited (Hong Kong branch share registrar and transfer office)

Codan Trust Company (Cayman) Limited (Principal share registrar and transfer office)

Auditors: Ernst & Young

B. Business activities

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

We are principally engaged in the business of providing engineering services for building wastewater treatment facilities in the PRC.

C. Ordinary shares

Number of ordinary shares in issue: 300,000,000

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: 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

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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.

Signed:

.....
XIE Yang
(Executive Director)

.....
HE Xuan Xi
(Executive Director)

.....
GONG Lan Lan
(Non-executive Director)

.....
SONG Xiao Xing
(Non-executive Director)

.....
BAI Shuang
(Independent non-executive Director)

.....
HA Cheng Yong
(Independent non-executive Director)

.....
TSE Chi Wai
(Independent non-executive Director)

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.