

**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 Demeter Investments Limited**Stock code (ordinary shares):** 8120

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 21 July 2015.

**A. General**Place of incorporation: Incorporated in the Cayman Islands and continued in BermudaDate of initial listing on GEM: 10 April 2001Name of Sponsor(s): N/ANames of directors:  
(please distinguish the status of the directors  
- Executive, Non-Executive or Independent  
Non-Executive)  
*Executive Directors:*  
Mr. Zhou Jing (Chairman & Chief Executive Officer)  
Mr. Lam Chun Kei*Non-executive Director:*  
Mr. Lin Chuen Chow Andy*Independent non-executive Directors:*  
Mr. Lee Kin Fai  
Ms. Cheng Lo Yee  
Mr. Hung Kenneth

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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	<u>Name</u>	<u>Number of Shares</u>	Approximate percentage of the entire issued share <u>capital</u>
	China Culiangwang Beverages Holdings Limited	343,000,000	20.87%
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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:	N/A		
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Financial year end date:	31 December		
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Registered address:	Clarendon House 2 Church Street Hamilton HM 11 Bermuda		
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Head office and principal place of business:	Unit A, 15/F, Nathan Tower, 518-520 Nathan Road, Yau Ma Tei, Kowloon, Hong Kong		
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Web-site address (if applicable):	<a href="http://www.chinademeter.com">www.chinademeter.com</a>		
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Share registrar:	Principal: Codan Services Limited Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda		
	Branch: Tricor Tengis Limited Level 22, Hopewell Centre 183 Queen's Road East Hong Kong		
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Auditors:	HLB Hodgson Impey Cheng Limited Certified Public Accountants		
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**B. Business activities**

The Company and its subsidiaries are principally engaged in (i) feedstock products and animal husbandry businesses; (ii) processing and sales of food products; (iii) money lending business; (iv) securities investment business; (v) provision of IT services; and (vi) food and beverage business.

**C. Ordinary shares**

Number of ordinary shares in issue: 1,643,893,750

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

Board lot size (in number of shares): 20,000

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.

Options granted on 12 August 2014 under the share option scheme adopted by the Company on 30 September 2013 entitling the holders thereof to subscribe for up to 122,200,000 ordinary shares of HK\$0.01 each in the share capital of the Company ("Shares") for the period between 12 August 2014 to 11 August 2016 at an exercise price of HK\$0.1104 per Share, of which options to subscribe for up to 120,900,000 Shares remained outstanding.

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

N/A

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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:

\_\_\_\_\_  
Zhou Jing

\_\_\_\_\_  
Lam Chun Kei

\_\_\_\_\_  
Lin Chuen Chow Andy

\_\_\_\_\_  
Hung Kenneth

\_\_\_\_\_  
Lee Kin Fai

\_\_\_\_\_  
Cheng Lo Yee

**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.*