

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 AU Group Holdings Limited**Stock code (ordinary shares):** 8176

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 9 March 2012.

A. GeneralPlace of incorporation: Cayman IslandsDate of initial listing on GEM: 19 February 2002Name 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. Yu Shu Kuen
Mr. Wang Xiao Fei (Mr. Lee Chan Wah as his alternate director)
Mr. Wang Shang Zhong
Mr. Ji He Qun

Non-executive Director:
Mr. Du Juan Hong (Chairman)

Independent Non-executive Directors:
Mr. Leung Yiu Cho
Mr. Cheng Hai
Mr. Tam B Ray, Billy
Mr. Chu Kin Wang, Peleus

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 | Name of substantial shareholder | Number of ordinary shares | Approximate percentage of shareholding |
|---|---|---------------------------|--|
| | Mr. Wang Xiao Fei | 230,400,000 | 17.56% |
| | Hong Kong Wintek International Co., Limited | 106,580,000* | 8.12% |
| | Mr. Du Juan Hong | 106,580,000* | 8.12% |

**106,580,000 shares were held by Hong Kong Wintek International Co., Ltd. ("Wintek"), a company wholly and beneficially owned by Mr. Du Juan Hong ("Mr. Du"). By virtue of the Securities and Futures Ordinance, Mr. Du is deemed to be interested in the shares held by Wintek*

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

Financial year end date: 30 June

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

Head office and principal place of business: 23/F., Euro Trade Centre
21-23 Des Voeux Road Central
Central, Hong Kong

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

Share registrar: **Hong Kong Branch Share Registrar**
Tricor Secretaries Limited
26/F., Tesbury Centre
28 Queen's Road East
Wanchai, Hong Kong

Auditors: HLB Hodgson Impey Cheng

B. Business activities

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

The Company is principally engaged in the development, distribution and marketing of personal care treatment products and services.

C. Ordinary shares

Number of ordinary shares in issue: 1,312,200,000 shares

Par value of ordinary shares in issue: HK\$0.10

Board lot size (in number of shares): 5,000 shares

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

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

D. Warrants

| | |
|--|-----|
| Stock code: | N/A |
| Board lot size: | N/A |
| Expiry date: | N/A |
| Exercise price: | N/A |
| Conversion ratio: <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i> | N/A |
| 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).

N/A

(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).

N/A

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.

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

Signed:

.....
Yu Shu Kuen

.....
Wang Xiao Fei

.....
Wang Shang Zhong

.....
Ji He Qun

.....
Du Juan Hong

.....
Leung Yiu Cho

.....
Cheng Hai

.....
Tam B Ray, Billy

.....
Chu Kin Wang, Peleus

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.*