

**APPENDIX 5**  
**FORMS RELATING TO LISTING**

**FORM F**

**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:** Global Mastermind Holdings Limited

**Stock code (ordinary shares):** 8063

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on 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 GEM 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 2 May 2019.....

**A. General**

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 7 December 2000

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. Cheung Kwok Wai, Elton  
Mr. Mung Kin Keung  
Mr. Mung Bun Man, Alan  
Mr. Tse Ke Li

*Independent non-executive Directors*  
Mr. Fung Wai Ching  
Mr. Tsai Yung Chieh, David  
Mr. Law Kwok Ho, Kenward

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 and other securities of the Company	Approximate percentage of shareholding
	Eternity Investment Limited (Note 1)	1,237,750,000 (Note 1)	29.04% (Note 1)
	Excellent Mind Investments Limited (Note 2)	532,000,000 (Note 2)	12.48% (Note 2)
	Mung Kin Keung ("Mr. Mung") (Note 2)	532,000,000 (Note 2)	12.48% (Note 2)
	Mung Bun Man, Alan ("Mr. Alan Mung") (Note 2)	532,000,000 (Note 2)	12.48% (Note 2)

## Notes:

- (1) Eternity Investment Limited ("Eternity Investment"), a company incorporated in Bermuda with limited liability and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (Stock Code: 764). Eternity Finance Group Limited, a wholly-owned subsidiary of Eternity Investment, is interested in 1,237,750,000 shares in the Company. Eternity Investment is deemed to be interested in such 1,237,750,000 shares by virtue of the SFO.
- (2) Excellent Mind Investments Limited is interested in 532,000,000 shares in the Company. Excellent Mind Investments Limited is owned as to 60% by Mr. Mung and 40% by Mr. Alan Mung, both of them are executive directors of the Company. Mr Mung and Mr. Alan Mung are deemed to be interested in such 532,000,000 shares by virtue of the SFO.

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:	Unit 1201, 12/F. Shun Tak Centre, West Tower 168-200 Connaught Road Central Hong Kong
Web-site address (if applicable):	<a href="http://www.globalmholdings.com">www.globalmholdings.com</a>

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

Share registrar: Hong Kong Branch Share Registrar  
Tricor Secretaries Limited  
Level 22, Hopewell Centre  
183 Queen's Road East  
Hong Kong

Auditors: Moore Stephens 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 are the provision and operation of travel business, treasury management business, money lending business and provision of securities, futures, corporate finance advisory and asset management services.

**C. Ordinary shares**

Number of ordinary shares in issue: 4,262,867,050 shares

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

Board lot size (in number of shares): 50,000 shares

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.

*(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.

On 13 November 2018, the Company issued convertible bonds to Heng Tai Finance Limited with principal amount of HK\$80,000,000, bearing coupon rate of 8% per annum. The convertible bonds can be converted into shares of the Company at an initial conversion price of HK\$0.115 per conversion share, subject to adjustment, during its conversion period for a period of 24 months from 13 November 2018. Upon exercise of the conversion rights attached to the convertible bonds in full, the holder of the convertible bonds is entitled to convert for up to 695,652,173 shares in the Company.

THE STOCK EXCHANGE OF HONG KONG LIMITED  
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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:

(sd.) \_\_\_\_\_  
Mr. Cheung Kwok Wai, Elton

(sd.) \_\_\_\_\_  
Mr. Mung Kin Keung

(sd.) \_\_\_\_\_  
Mr. Mung Bun Man, Alan

(sd.) \_\_\_\_\_  
Mr. Tse Ke Li

(sd.) \_\_\_\_\_  
Mr. Fung Wai Ching

(sd.) \_\_\_\_\_  
Mr. Tsai Yung Chieh, David

(sd.) \_\_\_\_\_  
Mr. Law Kwok Ho, Kenward

**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.*