

APPENDIX 5

FORMS RELATING TO LISTING

FORM F

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

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Company name: Golife Concepts Holdings Limited

Stock code (ordinary shares): 8172

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 14 May 2009

A. General

Place of incorporation: incorporated in the Cayman Islands and continued in Bermuda

Date of initial listing on GEM: 26 March 2002

Name of Sponsor(s): N/A

Names of directors: Executive directors :

(please distinguish the status of the directors LAI Hok Lim

- Executive, Non-Executive or Independent LEE Chan Wah

Non-Executive)

Independent non-executive directors :

YIP Tai Him

LAW Yiu Sang, Jacky

CHIO Chong Meng

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 Shareholders	Number of shares interested	Approximate percentage of the Company's issued share capital (%)
Riche (BVI) Limited <i>(note 1)</i>	11,769,194	16.96
China Star Investment Holdings Limited <i>(note 1)</i>	11,769,194	16.96
Chu Yuet Wah <i>(note 2)</i>	11,029,027	15.90
Ma Siu Fong <i>(note 2)</i>	9,695,567	13.97
Kingston Securities Limited <i>(note 2)</i>	9,695,567	13.97

Note:

1. Riche (BVI) Limited is the beneficial owner of 11,769,194 shares. As Riche (BVI) Limited is wholly-owned by China Star Investment Holdings Limited, a company listed on the Main Board of the Exchange. China Star Investment Holdings Limited is deemed to be interested in 11,769,194 shares.
2. Ms. Chu Yuet Wah is the beneficial owner of 21,000 shares. 1,312,460 shares are held by Best China Limited which is wholly and beneficially owned by Ms. Chu Yuet Wah. Adding the 9,695,567 shares that she is deemed to be interested through Kingston Securities Limited, which is owned as to 51% by Ms. Chu Yuet Wah and as to 49% by Ms. Ma Siu Fong. Ms. Chu Yuet Wah is deemed to be interested in 11,029,027 shares.

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:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal place of business:

Unit 1611, 16/F., Shun Tak Centre, West Tower,
168-200 Connaught Road Central,
Hong Kong

Web-site address (if applicable):

<http://www.golife.com.hk>

Share registrar:

Computershare Hong Kong Investors Services Limited
46th Floor, Hopewell Centre
183 Queen's Road East, Hong Kong

Auditors:

Vision A. S. Limited

B. Business activities

The principal activities of the Group is distribution of high-end apparel, accessories and jewellery and property investment.

C. Ordinary shares

Number of ordinary shares in issue:	<u>69,378,919 shares</u>
Par value of ordinary shares in issue:	<u>HK\$0.01</u>
Board lot size (in number of shares):	<u>20,000</u>
Name of other stock exchange(s) on which ordinary shares are also listed:	<u>N/A</u>

D. Warrants

Stock code:	<u>N/A</u>
Board lot size:	<u>N/A</u>
Expiry date:	<u>N/A</u>
Exercise price:	<u>N/A</u>
Conversion ratio: <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	<u>N/A</u>
No. of warrants outstanding:	<u>N/A</u>
No. of shares falling to be issued upon the exercise of outstanding warrants:	<u>N/A</u>

E. Other securities

1. Share Option Scheme

Number of share options granted and outstanding	59,400
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2. Convertible Bonds

- (a) On 25 September 2008, the Company issued convertible bonds in the principal amount of HK\$35,000,000 with a term of 3 years and zero coupon rate. Details of the transaction was set out in the Company's circular dated 28 July 2008. As at the date hereof, HK\$7,000,000 of the convertible bonds remain outstanding.
- (b) On 29 January 2009, the Company issued convertible bonds in the principal amount of HK\$60,000,000 to China Star Entertainment Limited, of which its issued shares are listed on the Main Board of the Stock Exchange, with a term of 10 years and zero coupon rate. Details of the transaction was set out in the Company's circular dated 23 December 2008. As at the date hereof, HK\$60,000,000 of the convertible bonds remain outstanding.
- (c) On 8 April 2009, the Company issued convertible bonds in the principal amount of HK\$100,000,000 with a term of 10 years and zero coupon rate to Riche (BVI) Limited, a wholly-owned subsidiary of China Star Investment Holdings Limited of which its issued share capital are listed on the Main Board of the Stock Exchange, as part of the consideration for the acquisition of an investment property in the PRC. Details of the transaction was set out in the Company's circular dated 23 January 2009. As at the date hereof, HK\$100,000,000 of the convertible bonds remain outstanding.
- (d) On 28 April 2009, the Company issued convertible bonds in the principal amount of HK\$100,000,000 to Brilliant Arts Multi-Media Holding Limited, of which its issued shares are listed on the GEM Board of the Stock Exchange, with a term of 10 years and zero coupon rate. Details of the transaction was set out in the Company's circular dated 23 December 2008. As at the date hereof, HK\$100,000,000 of the convertible bonds remain outstanding.

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 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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LAI Hok Lim

.....
LEE Chan Wah

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YIP Tai Him

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LAW Yiu Sang, Jacky

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CHIO Chong Meng