

FORMS RELATING TO LISTING

FORM F

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

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Company name: KH Investment 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 15 December 2011

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:
(*please distinguish the status of the directors — Executive, Non-Executive or Independent Non-Executive*)

Executive directors:
Mr. Cheng Yang (Chairman)
Mr. Kwok Wai Kin, Kenneth (Chief Executive Officer)
Mr. Kenneth Ng Kwai Kai
Mr. Kelvin Leung So Po

Non-executive director:
Mr. Donald Fan Tung

Independent non-executive directors :
Mr. Yip Tai Him
Mr. Law Yiu Sang, Jacky
Ms. 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	Number of shares	Percentage
	Mr. Lo Yuk Sui (“Mr. Lo”)	267,247,161	52.85%
	Secure Way Technology Limited (“Secure Way”) <i>(Note 1)</i>	267,247,161	52.85%
	Net Community Limited (“Net Community”) <i>(Note 2)</i>	267,247,161	52.85%
	Century Digital Holdings Limited (“Century Digital”) <i>(Note 3)</i>	267,247,161	52.85%
	Grand Modern Investments Limited (“Grand Modern”) <i>(Note 4)</i>	267,247,161	52.85%
	Century City International Holdings Limited (“Century City”) <i>(Note 5)</i>	267,247,161	52.85%
	Century City BVI Holdings Limited (“Century City BVI”) <i>(Note 6)</i>	267,247,161	52.85%
	Century City Holdings Limited (“Century City Holdings”) <i>(Note 7)</i>	154,280,000	30.51%
	Aikford Financial Services Limited (“Aikford”) <i>(Note 8)</i>	154,280,000	30.51%
	Splendor Glow Limited (“Splendor Glow”) <i>(Note 9)</i>	112,967,161	22.34%
	Culture Landmark Investment Limited (“Culture Landmark”) <i>(Note 10)</i>	147,030,000	29.08%
	New Asia Media Development Limited (“New Asia Media”) <i>(Note 10)</i>	147,030,000	29.08%

Notes:

- (1) Secure Way is wholly and beneficially owned by Mr. Lo.
- (2) Net Community is wholly and beneficially owned by Secure Way.
- (3) Century Digital is wholly and beneficially owned by Net Community.
- (4) Grand Modern is wholly and beneficially owned by Century Digital.
- (5) Grand Modern owns 50.3% shareholding interest in Century City.

- (6) Century City BVI is wholly and beneficially owned by Century City, a company listed on the Main Board of the Stock Exchange.
- (7) Century City Holdings is wholly and beneficially owned by Century City BVI.
- (8) Aikford is the beneficial owner of 154,280,000 shares of the Company and is wholly and beneficially owned by Century City Holdings.
- (9) Splendor Glow is the beneficial owner of 112,967,161 shares of the Company and is wholly and beneficially owned by Century City BVI.
- (10) New Asia Media is the beneficial owner of 147,030,000 shares of the Company and is wholly and beneficially owned by Culture Landmark, a company listed on the Main Board of the Stock Exchange. The Chairman of the Company, Mr. Cheng Yang, is also the chairman, chief executive officer and an executive director of Culture Landmark.

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 3407, 34/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 Investor Services Limited
46th Floor, Hopewell Centre
183 Queen's Road East, Hong Kong

Auditors:

HLB Hodgson Impey Cheng

B. Business activities

The principal activities of the Group are provision of artists management services, film production and distribution and provision of infrared thermal imaging and thermography solutions and consultancy services.

C. Ordinary shares

Number of ordinary shares in issue:	<u>505,649,726 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

Convertible Bonds

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. On 7 September 2009, a resolution was resolved in the special general meeting to modify the terms and conditions of the convertible bonds that (i) the maturity date of the convertible bonds shall be the fifth anniversary of the date of issue, (the "New Maturity Date") and; (ii) the mandatory conversion of any outstanding amount of the convertible bonds into new conversion shares at the New Maturity Date. As at the date hereof, HK\$6,200,000 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:

CHENG Yang

KWOK Wai Kin, Kenneth

NG Kwai Kai, Kenneth

LEUNG So Po, Kelvin

FAN Tung, Donald

YIP Tai Him

LAW Yiu Sang, Jacky

CHIO Chong Meng