# Appendix 5

# FORMS RELATING TO LISTING

# **FORM F**

# The Growth Enterprise Market (GEM)

# **Company Information Sheet**

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this information sheet, makes no representation as to its accuracy or completeness and expressly disclaims 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: SUNeVision Holdings Ltd.

Stock code (ordinary shares): 8008

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 1st December, 2008

## A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 17th March, 2000

Name of Sponsor(s) : Jardine Fleming Securities Limited

(Sponsor's Agreement expired on 1st July, 2002

pursuant to Rule 6.01 of the GEM Listing Rules)

Names of directors

(please distinguish the status of the directors-Executive, Non-Executive or Independent Non-

Executive)

# **Executive Directors:**

Kwok Ping-luen, Raymond (Chairman)

Kwok Ping-sheung, Walter Kwok Ping-kwong, Thomas

Tsim Wing-kit, Alfred (Chief Executive Officer and Chief

Financial Officer)

Chan Kui-yuen, Thomas Wong Yick-kam, Michael So Chung-keung, Alfred Tung Chi-ho, Eric Wong Chin-wah

# Non-Executive Director:

Cheung Wing-yui

# Independent Non-Executive Directors:

Li On-kwok, Victor King Yeo-chi, Ambrose Wong Kai-man

| 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  | : |  |  |
|  |   |  |  |

| Shareholder of<br>ordinary shares                                | No. of Shares | Approximate<br>percentage of<br>holding |
|--|---------------|---|
| Sunco Resources<br>Limited ("Sunco")                             | 1,713,613,500 | 84.35%                                  |
| Sun Hung Kai<br>Properties Limited <sup>1</sup><br>("SHKP")      | 1,713,613,500 | 84.35%                                  |
| HSBC International<br>Trustee Limited <sup>2</sup><br>("HSBCIT") | 1,717,623,249 | 84.55%                                  |

### Notes:

- As Sunco is a wholly-owned subsidiary of SHKP, SHKP is deemed to have interest in the ordinary shares of the Company held by Sunco for the purpose of the Securities and Futures Ordinance.
- 2. HSBCIT is deemed to have interest in the ordinary shares of the Company held by SHKP for the purpose of the Securities and Futures Ordinance.

Name(s) of company(ies) listed on GEM or the : Sun Hung Kai Properties Limited Main Board of the Stock Exchange within the same group as the Company

SmarTone Telecommunications Holdings Limited

Financial year end date : 30th June

Registered address : P.O. Box 309, Ugland House, Grand Cayman,

KY1-1104, Cayman Islands

Head office and principal : MEGATOP, MEGA-iAdvantage, 399 Chai Wan Road,

Place of business Chai Wan, Hong Kong

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

Share registrar : Principal: **Butterfield Fulcrum Group** 

(Cayman) Limited

Branch: Computershare Hong Kong

Investor Services Limited

**Auditors** : Deloitte Touche Tohmatsu

#### B. **Business activities**

The Group's principle business activities include IT infrastructure, Internet services and IT investments.

#### C. **Ordinary shares**

Number of ordinary : 2,031,483,833

Shares in issue

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

: 500 Board lot size (in number of shares)

Name of other stock exchange(s) on which : N/A

ordinary shares are also listed

### D. Warrants

Stock code : N/A

Board lot size : N/A

Expiry date : N/A

Exercise price : N/A

Conversion ratio

(Not applicable if the warrant is denominated in

dollar value of conversion right) : 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

Share options granted and remain outstanding

: 9,960,000 share options were granted by the Company on 28th March, 2000 at the exercise price of HK\$10.38 per share and all options had expired at the close of business on 30th December, 2005.

4,115,500 share options were granted by the Company on 30th November, 2000 at the exercise price of HK\$3.885 per share and all options had expired at the close of business on 14th November, 2006.

4,925,000 share options were granted by the Company on 7th April, 2001 at the exercise price of HK\$2.34 per share and all options had expired at the close of business on 19th March, 2007.

2,250,000 share options were granted by the Company on 8th July, 2002 at the exercise price of HK\$1.43 per share and all options had expired at the close of business on 7th July, 2008.

3,350,000 share options were granted by the Company on 29th November, 2003 at the exercise price of HK\$1.59 per share and 403,667 share options remain outstanding as at the date of this form.

3,330,000 share options were granted by the Company on 10th November, 2005 at the exercise price of HK\$1.41 per share and all options had expired at the close of business on 9th November, 2008.

# 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:                 |                          |
|-------------------------|--------------------------|
| Kwok Ping-luen, Raymond | Kwok Ping-sheung, Walter |
| Kwok Ping-kwong, Thomas | Tsim Wing-kit, Alfred    |
| Chan Kui-yuen, Thomas   | Wong Yick-kam, Michael   |
| So Chung-keung, Alfred  | Tung Chi-ho, Eric        |
| Wong Chin-wah           | Li On-kwok, Victor       |
| Cheung Wing-yui         | King Yeo-chi, Ambrose    |
| Wong Kai-man            |                          |