

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: Evershine Group Holdings Limited**Stock code (ordinary shares):** 8022

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 3 March 2017.

A. GeneralPlace of incorporation: Hong KongDate of initial listing on GEM: 13 August 2001Name 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. Bülent Yenil
Mr. Chan Ming Kei
Mr. Ling Ko Yin Jason

Alternative Director
Mr. Hung Tat Chi Alan
(Alternate Director to Bülent Yenil)

Independent Non-Executive Directors
Ms. Choy So Yuk, *BBS, JP*
Ms. Lam Yuk Ying Elsa
Mr. Leung Man Chun

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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 held	Percentage of issued share capital
	Tutuncu Oguz	357,387,000	22.30%
	Lau Yu (note)	174,919,000	10.91%
	Chiu Ngai Hung	166,033,000	10.36%
	Boyraci Osman	105,227,000	6.57%

Note: Mr. Lau Yu beneficially owned 174,919,000 shares of the Company ("Shares"), of which 173,653,000 Shares were owned by Noble Ace Investments Ltd., a company wholly owned by Mr. Lau Yu.

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:

16th Floor,
Henan Building,
Nos. 90 & 92 Jaffe Road,
Wan Chai,
Hong Kong

Head office and principal place of business:

16th Floor,
Henan Building,
Nos. 90 & 92 Jaffe Road,
Wan Chai,
Hong Kong

Web-site address (if applicable):

www.8022hk.com

Share registrar:

Hong Kong Registrars Limited
Shops 1712-1716,
17th Floor Hopewell Centre,
183 Queen's Road East,
Wanchai, Hong Kong

Auditors:

Elite Partners CPA Limited
Certified Public Accountants (Practising)
10th Floor, 8 Observatory Road,
Tsim Sha Tsui,
Kowloon, Hong Kong

B. Business activities

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

The Company and its subsidiaries are principally engaged in the provision of travel agent services, fashion garment trading, mobile application business, trading business, cemetery business, property investment and money lending business.

C. Ordinary shares

Number of ordinary shares in issue: 1,602,677,356

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Par value of ordinary shares in issue: N/A

Board lot size (in number of shares): 3,000

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:
(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

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).

On 3 June 2016, the Company has issued HK\$30 million zero coupon convertible bonds due on the 3 June 2018 which may be converted to up to 75,000,000 shares of the Company upon exercise of the conversion rights in full based on the initial conversion price of HK\$0.4 (subject to adjustment).

On 3 March 2017, the Company has entered into a placing agreement with a placing agent to issue HK\$86 million convertible notes carrying interest rate of 13% per annum due on the second anniversary of the date of issue of the convertible notes which may be converted to up to 200,000,000 shares of the Company upon exercise of the conversion rights in full based on the initial conversion price of HK\$0.43 (subject to adjustment).

(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.

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.

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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:

.....
Mr. Hung Tat Chi Alan
(Alternate Director to Bülent Yenil)

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Mr. Chan Ming Kei

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Mr. Ling Ko Yin Jason

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Ms. Choy So Yuk, *BBS, JP*

.....
Ms. Lam Yuk Ying Elsa

.....
Mr. Leung Man Chun

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.*