

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

APPENDIX 5

FORMS RELATING TO LISTING

FORM F

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

Case Number: 20150616-I15025-0002

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: Fraser Holdings Limited

Stock code (ordinary shares): 8366

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 30 October 2015.....

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 2 November 2015

Name of Sponsor(s): Messis Capital Limited

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

Executive Directors
Yu Shek Man Ringo (余錫萬)
Wong So Wah (黃素華)

Non-executive Director
Cheung Kin Keung Martin (張建強)

Independent Non-executive Directors
Law Yiu Sing (羅耀昇)
Wong Kwok Chuen (黃國全)
Wong Law Fai (黃羅輝)

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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	Number of shares of HK\$0.01 each in the share capital of the Company ("Shares")	Percentage of issued Shares
Name		
National Honour Investments Limited ("National Honour") (Note 1)	1,080,000,000	75 %
Yu Shek Man Ringo (Mr. Yu") (Note 1)	1,080,000,000	75 %
Wong So Wah ("Ms. Wong") (Note 2)	1,080,000,000	75 %

[Notes:

1. The issued share capital of National Honour is owned as to 90% by Mr. Yu and 10% by Ms. Wong, the spouse of Mr. Yu. Therefore, Mr. Yu is deemed or taken to be interested in all the Shares held by National Honour for the purpose of is interested for the purpose of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO").
2. Ms. Wong is the spouse of Mr. Yu. Accordingly, Ms. Wong is deemed or taken to be interested in all the Shares which Mr. Yu is interested for the purpose 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: 30 April

Registered address: Clifton House
75 Fort Street, P.O. Box 1350
Grand Cayman KY1-1108
Cayman Islands

Head office and principal place of business: **Head office:**
Room 1122
Pacific Link Tower, South Mark
11 Yip Hing Street
Wong Chuk Hang
Hong Kong

Principal place of business in Hong Kong registered under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
Room 1122
Pacific Link Tower, South Mark
11 Yip Hing Street
Wong Chuk Hang
Hong Kong

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

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Share registrar: **Principal share registrar and transfer office in the Cayman Islands:**
 Appleby Trust (Cayman) Ltd.
 Clifton House
 75 Fort Street
 P.O. Box 1350
 Grand Cayman
 KY1-1108
 Cayman Islands

Branch share registrar and transfer office in Hong Kong:
 Tricor Investor Services Limited
 Level 22
 Hopewell Centre
 183 Queen's Road East
 Hong Kong

Auditors: Grant Thornton Hong Kong Limited
 Level 12
 28 Hennessy Road
 Wanchai
 Hong Kong

B. Business activities

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

The Group is a contractor principally engaged in undertaking slope works, foundation works and other general building works in Hong Kong. Slope works generally refer to landslip preventive and remedial works for improving or maintaining the stability of slopes and/or retaining walls. Foundation works are generally concerned with the construction of foundations. General building works mainly include the general construction of buildings.

C. Ordinary shares

Number of ordinary shares in issue: 1,440,000,000

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

Board lot size (in number of shares): 10,000

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

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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.

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.

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:

Yu Shek Man Ringo (余錫萬)

Wong So Wah (黃素華)

Cheung Kin Keung Martin (張建強)

Law Yiu Sing (羅耀昇)

Wong Kwok Chuen (黃國全)

Wong Law Fai (黃羅輝)

NOTES

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- (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.*