

## APPENDIX 5

### FORMS RELATING TO LISTING FORM F GEM

#### COMPANY INFORMATION SHEET

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: China Technology Industry Group Limited**

**Stock code (ordinary shares): 8111**

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on 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 GEM 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 22 February 2023.

#### **A. General**

Place of incorporation	:	the Cayman Islands
Date of initial listing on GEM	:	3 January, 2001
Name of Sponsor(s)	:	N/A
Names of directors (please distinguish the status of the directors – Executive, Non-Executive or Independent Non-Executive)	:	<b>Executive Directors:</b> Chiu Tung Ping (Chairman) Yuen Hing Lan Hu Xin Tse Man Kit Keith

**Independent Non-executive Directors:**

Ma Xingqin

Shan Jinlan

Wang Zhuchen

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	:	<b>Number of ordinary shares of HK\$0.50 each in the share capital of the Company's Name of shareholder (the "Shares") held</b>	<b>Approximate percentage of the Company issued share capital</b>
		Mr. Huang Bo	19.37%
		Ms. Li Xiaoyan ( 李曉豔女士 )	13.19%

\* *for identification purpose only*

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 March
Registered address	:	Cricket Square Hutchins Drive P.O. Box 2681 Grand Cayman KY1-1111 Cayman Islands
Head office and principal place of business	:	Suite 704, 7th Floor, Ocean Centre, Harbour City, Kowloon, Hong Kong
Web-site address (if applicable)	:	<i>www.chinatechindgroup.com</i>

Share registrar : *Principal share registrar and transfer office:*  
Suntera (Cayman) Limited  
Suite 3204, Unit 2A, Block 3, Building D,  
P.O. Box 1586, Gardenia Court,  
Camana Bay, Grand Cayman,  
KY1-1100, Cayman Islands

*Hong Kong branch share registrar and transfer office:*  
Computershare Hong Kong Investor Services Limited  
Shops 1712-1716, 17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai, Hong Kong

Auditors : Yongtuo Fuson CPA Limited  
Certified Public Accountants  
Unit 1020, 10/F,  
Tower B,  
New Mandarin Plaza,  
14 Science Museum Road,  
Tsim Sha Tsui East,  
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 (collectively as the “Group”) are principally engaged in the following business activities:

- (i) sales of renewable energy products; and
- (ii) new energy power system integration business.

**C. Ordinary shares**

Number of ordinary shares in issue : 448,176,684

Par value of ordinary shares in issue : HK\$0.50

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

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).*

### **Convertible Bonds**

Pursuant to the conditional sale and purchase agreement dated 13 December 2010 (the “Agreement”) entered into between (i) City Max International Limited; (ii) the Company; (iii) Good Million Investments Limited; (iv) Mr. Chiu Tung Ping; and (v) Ms. Yuen Hing Lan (as supplemented by the supplemental agreement dated 30 January 2012) in relation to the sale and purchase of the entire issued share capital of China Technology Solar Power Holdings Limited (“CTSP (BVI)”), the Company has issued convertible bonds (the “2011 CB”) in the aggregate principal amount of HK\$163,100,000 to Good Million Investments Limited on 1 June 2011. Details of the acquisition are contained in the circular of the Company dated 16 May 2011 and the circular of the Company dated 22 February 2012 (the “Circular”).

On 2 September 2011, 24,000,000 Shares were issued by the Company as a result of the exercise of the conversion rights attached to Tranche I Convertible Bonds (as defined in the Circular) in the principal amount of HK\$12,000,000.

On 30 January 2012, the parties to the Agreement entered into a supplemental agreement to amend certain terms of the Agreement relating to consideration adjustment mechanism (the “Supplemental Agreement”).

Based on the audited consolidated financial statements of CTSP (BVI) and its subsidiaries (the “Target Group”) for the 12 months ended 30 September 2012, the Target Group recorded a loss of HK\$77,094. On such basis, the amended target profit of HK\$40,000,000 under the Agreement (as supplemented by the Supplemental Agreement) was not achieved and the principal amount of the Tranche II Convertible Bonds in the principal amount of HK\$50,000,000 was adjusted to HK\$0.

On 26 November 2013, 74,200,000 Shares were issued by the Company as a result of the exercise of the conversion rights attached to Tranche I Convertible Bonds in the principal amount of HK\$37,100,000.

On 22 March 2016, 30,000,000 Shares were issued by the Company as a result of the exercise of the conversion rights attached to Tranche I Convertible Bonds in the principal amount of HK\$15,000,000.

On 4 July 2018, 10,000,000 Shares were issued by the Company as a result of the exercise of the conversion rights attached to Tranche I Convertible Bonds in the principal amount of HK\$5,000,000.

On 4 July 2018, the aggregate outstanding principal amount of the 2011 CB was HK\$44,000,000.

Pursuant to a subscription agreement (the "Subscription Agreement") dated 31 May 2021 entered into between the Company and Mr. Qin Zhongde (the "Subscriber") who held the 2011 CB with an outstanding principal amount of HK\$32,000,000 as at the date of the Subscription Agreement, the Subscriber conditionally agreed to subscribe for and the Company conditionally agreed to issue convertible bonds in the principal amount of HK\$32,000,000 (the "2021 CB") at an initial conversion price of HK\$2.5 per conversion share (after the share consolidation effective on 19 July 2021). Details of the subscription are contained in the announcement of the Company dated 31 May 2021.

On 1 June 2021, the 2011 CB with the aggregate outstanding principal amount of HK\$44,000,000 matured and as a result, the conversion right of the 2011 CB ended on 1 June 2021.

On 17 June 2021, all conditions of the Subscription Agreement have been fulfilled and completion of the subscription took place in accordance with the terms and conditions thereof. The 2021 CB in the principal amount of HK\$32,000,000 were issued to the Subscriber, who had transferred the convertible bonds to Ms. Zhang Jinhua (the "Subscriber A") in September 2021.

Pursuant to a subscription agreement (the "Subscription Agreement A") dated 30 September 2022 entered into between the Company and the Subscriber A who held the 2021 CB with an outstanding principal amount of HK\$32,000,000 as at the date of the Subscription Agreement A, the Subscriber A conditionally agreed to subscribe for and the Company conditionally agreed to issue convertible bonds in the principal amount of HK\$32,000,000 (the "2022 CB") at an initial conversion price of HK\$2.5 per conversion share. Details of the subscription are contained in the announcement of the Company dated 30 September 2022.

On 1 October 2022, the 2021 CB with the aggregate outstanding principal amount of HK\$32,000,000 matured and as a result, the conversion right of the 2021 CB ended on 1 October 2022.

On 21 October 2022, all conditions of the Subscription Agreement A have been fulfilled and completion of the subscription took place in accordance with the terms and conditions thereof. The 2022 CB in the principal amount of HK\$32,000,000 were issued to the Subscriber A.

(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:

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Chiu Tung Ping

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Hu Xin

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Yuen Hing Lan

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Tse Man Kit Keith

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Ma Xingqin

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Shan Jinlan

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Wang Zhuchen

*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.