

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

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: FY Financial (Shenzhen) Co., Ltd.

Stock code (ordinary shares): 8452

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on the 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 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 23 March 2018

A. General

Place of incorporation: The People's Republic of China (the "PRC")

Date of initial listing on GEM: 23 May 2017

Name of Sponsor(s): Dongxing Securities (Hong Kong) Company Limited

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

Executive Directors
Mr. Li Peng (李鵬)
Mr. Weng Jianxing (翁建興)

Non-executive Directors
Mr. Zhuang Wei (莊巍)
Mr. Qian Cheng (錢程)
Mr. Sun Luran (孫路然)

Independent non-executive Directors
Mr. Fung Che Wai Anthony (馮志偉)
Mr. Hon Leung (韓亮)
Mr. Liu Shengwen (劉升文)

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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 of Shareholder:	Number of ordinary shares held:	Percentage (approximately):
1. Hong Kong Shanshan Resources Company Limited (“ Shanshan HK ”) (Notes 1, 2, 3, 4)	149,500,000 Unlisted Foreign Shares	41.60%
2. Ningbo Shanshan Co., Ltd. (寧波杉杉股份有限公司) (“ Shanshan ”) (Note 1)	149,500,000 Unlisted Foreign Shares 2,000,000 Domestic Shares	41.60% 0.56%
3. Shanshan Group Co., Ltd. (杉杉集團有限公司) (“ Shanshan Group ”) (Note 2)	149,500,000 Unlisted Foreign Shares 2,000,000 Domestic Shares	41.60% 0.56%
4. Ningbo Yonggang Clothing Investment Co., Ltd. (寧波甬港服裝投資有限公司) (“ Ningbo Yonggang ”) (Note 3)	149,500,000 Unlisted Foreign Shares 2,000,000 Domestic Shares	41.60% 0.56%
5. Shanshan Holding Co., Ltd. (杉杉控股有限公司) (“ Shanshan Holding ”) (Note 4)	149,500,000 Unlisted Foreign Shares 2,000,000 Domestic Shares	41.60% 0.56%
6. Ningbo Qinggang Investment Co., Ltd. (寧波青剛投資有限公司) (“ Qinggang Investment ”) (Note 5)	149,500,000 Unlisted Foreign Shares 2,000,000 Domestic Shares	41.60% 0.56%
7. Zheng Yonggang (“ Mr. Zheng ”) (Note 6)	149,500,000 Unlisted Foreign Shares 2,000,000 Domestic Shares	41.60% 0.56%
8. Zhou Jiqing (“ Ms. Zhou ”) (Note 6)	149,500,000 Unlisted Foreign Shares 2,000,000 Domestic Shares	41.60% 0.56%
9. Beijing Municipality Dayuan Tiandi Property Development Co., Ltd. (北京市大苑天地房地產開發有限公司) (“ Dayuan Tiandi ”) (Note 7)	80,000,000 Domestic Shares	22.26%
10. Zhao Dehua (“ Mr. Zhao ”) (Note 7)	80,000,000 Domestic Shares	22.26%
11. Gong Liang (“ Mr. Gong ”) (Note 7)	80,000,000 Domestic Shares	22.26%

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Notes:

1. Shanshan is a joint stock limited company established in the PRC whose shares are listed on the Shanghai Stock Exchange (Stock Code: 600884) and is the sole shareholder of Shanshan HK. Shanshan is also indirectly interested in 80% of Shanghai Shanshan Chuanghui Venture Investment Management Co. Ltd. (上海杉杉創暉創業投資管理有限公司) which is the general partner of Nantong Shanshan Venture Capital Centre (Limited Partnership) (南通杉杉創業投資中心(有限合夥)) (“**Nantong Shanshan**”). By virtue of the Securities and Futures Ordinance (“**SFO**”), Shanshan is deemed to be interested in the shares held by Shanshan HK and Nantong Shanshan.
 2. Shanshan Group holds 23.79% of the registered share capital of, and (together with Shanshan Holding) controls the majority of the board of directors of Shanshan. By virtue of the SFO, Shanshan Group is deemed to be interested in the shares held by Shanshan HK and Nantong Shanshan.
 3. Ningbo Yonggang is interested in 62.96% of the registered capital of Shanshan Group, which (together with Shanshan Holding) controls the majority of the board of directors of Shanshan. By virtue of the SFO, Ningbo Yonggang is deemed to be interested in the Shares held by Shanshan HK and Nantong Shanshan.
 4. Shanshan Holding directly holds approximately 16.09% of the registered share capital of Shanshan and indirectly holds approximately 23.79% of the registered share capital of Shanshan through (i) Ningbo Yonggang (a corporation of which Shanshan Holding is interested in 96.93% of its registered capital), and (ii) Shanshan Group (a corporation of which Shanshan Holding directly holds 17.14% and indirectly holds 62.96% through Ningbo Yonggang). By virtue of the SFO, Shanshan Holding is deemed to be interested in the Shares held by Shanshan HK and Nantong Shanshan.
 5. Qinggang Investment owns approximately 61.81% of the registered capital of Shanshan Holding. By virtue of the SFO, Qinggang Investment is deemed to be interested in the shares held by Shanshan HK and Nantong Shanshan.
 6. Qinggang Investment is owned as to 51% by Mr. Zheng and 49% by Ms. Zhou. By virtue of the SFO, Mr. Zheng and Ms. Zhou are deemed to be interested in the shares held by Shanshan HK and Nantong Shanshan.
 7. Dayuan Tiandi is owned as to 55% by Mr. Zhao and 45% by Mr. Gong. By virtue of the SFO, Mr. Zhao and Mr. Gong are deemed to be interested in the shares held by Dayuan Tiandi.
- * *If there is any inconsistency between the Chinese names of the entities, companies or legal entities incorporated in the PRC mentioned in this company information sheet and their English translations, the Chinese names shall prevail. The English translations of the Chinese names of such entities, companies or legal entities are provided for illustration purposes only.*

Name(s) of company(ies) listed on GEM or the Main Board of the Exchange within the same group as the Company:

Nil

Financial year end date:

31 December

Registered address:

Room 201, Block A
No.1 Qianwan First Road
Qianhai Shenzhen-Hong Kong Cooperation Zone
Shenzhen, Guangdong
PRC

Head office and principal place of business:

3001, Shenzhen International Culture Building
Futian Road
Futian District
Shenzhen, Guangdong
PRC

18/F, Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

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

Share registrar: **Hong Kong H Share registrar and transfer office**
Tricor Investor Services Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong

Auditors: BDO Limited
25th Floor, Wing On Centre,
111 Connaught Road Central,
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 financial services company with a focus on providing equipment-based finance leasing, commercial factoring, advisory services and trading of medical equipment to its customers in the PRC.

C. Ordinary shares

Number of ordinary shares in issue: 89,840,000

Par value of ordinary shares in issue: RMB 1.00

Board lot size (in number of shares): 2,000

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: 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

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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 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. Li Peng](#) _____

[Mr. Weng Jianxing](#) _____

[Mr. Zhuang Wei](#) _____

[Mr. Qian Cheng](#) _____

[Mr. Fung Che Wai Anthony](#) _____

[Mr. Sun Luran](#) _____

[Mr. Liu Shengwen](#) _____

[Mr. Hon Leung](#) _____

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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.*