

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:

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:

RENHENG Enterprise Holdings Limited

Stock code (ordinary shares): 8012

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 <u>11 January 2013</u>.

A. General

Place of incorporation:	Cayman Islands
Date of initial listing on GEM:	18 November 2011
Name of Sponsor(s):	Shenyin Wanguo Capital (H.K.) Limited
Names of directors: (please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive)	Ms. Liu Li
	Mr. Sun Zhaohui Independent non-executive Directors
	Mr. Tam Yuk Sang, Sammy
	Mr. Wong Yiu Kit
	Mr. Kong Hing Ki
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:

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Name	Number of ordinary shares	Percentage of shareholding upon listing
LinkBest Capital Group Limited Note (1)	90,000,000	45%
Open Venture Global Limited Note (2)	60,000,000	30%
Mr. Wei Sheng Peng Note (3)	150,000,000	75%
Ms. Liu Li ^{Note (4)}	150,000,000	75%

Notes:

- (1) LinkBest Capital Group Limited is wholly owned by Mr. Wei Sheng Peng who is the spouse of Ms. Liu Li.
- (2) Open Venture Global Limited is wholly owned by Ms. Liu Li who is the spouse of Mr. Wei Sheng Peng.
- (3) Mr. Wei Sheng Peng is the sole shareholder of LinkBest Capital Group Limited which is interested in 90,000,000 ordinary shares and as the spouse of Ms. Liu Li, he is deemed to be interested in 60,000,000 ordinary shares held by Open Venture Global Limited, being a corporation wholly owned by Ms. Liu Li.
- (4) Ms. Liu Li is the sole shareholder of Open Venture Global Limited which is interested in 60,000,000 ordinary shares and as the spouse of Mr. Wei Sheng Peng, she is deemed to be interested in 90,000,000 ordinary shares held by LinkBest Capital Group Limited, being a corporation wholly owned by Mr. Wei Sheng Peng.

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:	PO Box 309 Ugland House Grand Cayman, KY1-1104 Cayman Islands
Head office and principal place of business:	Room 3805, 38/F., Far East Finance Centre, 16 Harcourt Road Admiralty, Hong Kong
Web-site address (if applicable):	www.renhengenterprise.com
Principal share registrar And transfer office:	Butterfield Fulcrum Group (Cayman) Limited Butterfield House, 68 Fort Street, P.O. Box 609 Grand Cayman KY1-1107 Cayman Islands
Hong Kong Branch share registrar And transfer office:	Tricor Investor Services Limited 26th Floor, Tesbury Centre 28 Queen's Road East Hong Kong
Auditors:	Deloitte Touche Tohmatsu <i>Certified Public Accountants</i> 35/F., One Pacific Place 88 Queensway Hong Kong

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B. Business activities

We are principally engaged in the manufacture, sale and provision of maintenance, overhaul and modification services in respect of tobacco machinery products in the People's Republic of China.

C. Ordinary shares

Number of ordinary shares in issue:	200,000,000
Par value of ordinary shares in issue:	HK\$0.01
Board lot size (in number of shares):	2,000
Name of other stock exchange(s) on which ordinary shares are also listed:	<u>N/A</u>
<u>D. Warrants</u>	
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:	<u>N/A</u>

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).

Number of options granted under the Pre-IPO Share Option Scheme: 1,300,000

(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).

N/A

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 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. Wei Sheng Peng Executive Director Ms. Liu Li Executive Director

Mr. Sun Zhaohui Executive Director Mr. Tam Yuk Sang, Sammy Independent non-executive Director

Mr. Wong Yiu Kit Independent non-executive Director Mr. Kong Hing Ki Independent non-executive Director

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.