FORMS RELATING TO LISTING

FORM F

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

Company name	:	**China Innovationpay Group Limited**
Stock code (ordinary shares)	:	**8083**

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 20th November 2014.

A. General

Place of incorporation	:	Bermuda
Date of initial listing on GEM	:	14th April 2000
Name of Sponsor(s)	:	Nil
Name of directors	:	*Executive Directors* Guan Guisen Lei Chunxiong Cao Chunmeng *Independent Non-Executive Directors* Fong Chi Wah Wang Zhongmin Gu Jiawang

Name(s) of substantial shareholder(s) (as such term is defined in rule 1.01of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company:

Shareholder	Interest in shares	Interest in underlying shares	Total interest in shares	% of shareholding
Mighty Advantage Enterprises Limited (Note: 1)	1,298,950,000 (Note: 2)	135,000,000	1,433,950,000	26.21%
Mr. Guan Guisen (Note: 1)	1,298,950,000 (Note: 2)	135,000,000	1,433,950,000	26.21%

Note 1:

Mighty Advantage Enterprises Limited ("Mighty Advantage") is incorporated in the British Virgin Islands and is beneficially owned by Mr. Guan Guisen. Mighty Advantage is deemed to be interest in 135,000,000 shares through its interest in the Convertible Bonds in the principal amount of HK$43,200,000. Adding the 1,298,950,000 shares held by Mighty Advantage, Mighty Advantage is deemed to be interested in 1,433,950,000 shares of the Company.

Note 2:

1,298,950,000 shares held by Mighty Advantage are 23.74% of the issued share capital of the Company.

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company	:	Nil
Financial year end date	:	31st December
Registered address	:	Canon's Court, 22 Victoria Street Hamilton HM 12, Bermuda
Head office and principal place of business	:	Unit 2708, 27/F., The Center 99 Queen's Road Central, Hong Kong
Web-site address	:	www.innovationpay.com.hk
Share registrar	:	Computershare Hong Kong Investor Services Limited Shops 1712-1716, 17/F., Hopewell Centre 183 Queen's Road East, Wanchai, Hong Kong

Auditor	:	RSM Nelson Wheeler Certified Public Accountants 29/F., Caroline Centre, Lee Gardens Two 28 Yun Ping Road, Hong Kong

B. Business activities

The Company is an investment holding company. Its subsidiaries are principally engaged in four segments. Namely (i) General trading: trading of electronic products, network hardware equipment, financial equipment and communication products; (ii) Prepaid card business: the operations of prepaid card business, including the issuance of various prepaid cards, part of which have multiple functions, in the PRC and recently in Hong Kong and sale of mobile recharge cards; (iii)Development and operation of tourism VIP card products, online booking services of air tickets and hotels for individual and corporate customers; and (iv) Others.

C. Ordinary shares

Number of ordinary shares in issue	:	5,470,506,457
Par value of ordinary shares in issue	:	HK$0.01
Board lot size (in number of shares)	:	4,000
Name of other stock exchange(s) on which ordinary shares are also listed	:	Nil

D. Warrants

Stock code	:	N/A
Board lot size	:	N/A
Expiry date	:	26 July 2017
Exercise price	:	HK$0.40
Conversion ratio *(Not applicable if the warrant is denominated in dollar value of conversion right)*	:	N/A
No. of warrants outstanding	:	HK$32,000,000
No. of shares falling to be issued upon the exercise of outstanding warrants	:	80,000,000

E. Other securities

Shares Options	:	90,182,000
Convertible Bonds	:	A zero coupon Convertible Bonds of HK$43,200,000 was issued on 29 March 2012 as part of the consideration in relation to the major acquisition as disclosed in the Company's circular dated 24 January 2011.

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:

Guan Guisen
Executive Director

Lei Chunxiong
Executive Director

Cao Chunmeng
Executive Director

Fong Chi Wah
Independent Non-Executive Director

Wang Zhongmin
Independent Non-Executive Director

Gu Jiawang
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.