APPENDIX 5

FORMS RELATING TO LISTING

FORM F

GEM

COMPANY INFORMATION SHEET

Company name: **China Youzan Limited**

Stock code (ordinary shares): 8083

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 21 December 2018.

A. General

Place of incorporation:	Bermuda
Date of initial listing on GEM:	14 April 2000
Name of Sponsor(s):	Nil
Names of directors: *(please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive)*	***Executive Directors*** Guan Guisen Cao Chunmeng Yan Xiaotian Zhu Ning Cui Yusong Yu Tao Ying Hangyan ***Independent Non-Executive Directors*** Fong Chi Wah Gu Jiawang Xu Yanqing Deng Tao

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

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:

Shareholder	Interest in shares	Interest in underlying shares	Total interest in shares	% of shareholding
Whitecrow Investment Ltd. *(Note 1)*	1,440,601,703	-	1,440,601,703	10.72%
Youzan Teamwork Inc. *(Note 2)*	363,170,101	-	363,170,101	2.70%
Mr. Zhu Ning *(Notes 1, 2)*	1,803,771,804	-	1,803,771,804	13.42%
Mighty Advantage Enterprises Limited *(Note 3)*	711,592,000	-	711,592,000	5.29%
Mr. Guan Guisen *(Note 3)*	711,592,000	-	711,592,000	5.29%

Notes:

1. Whitecrow Investment Ltd. is incorporated in the British Virgin Islands and is 100% beneficially owned by Mr. Zhu Ning.

2. Youzan Teamwork Inc. is incorporated in the British Virgin Islands and is owned as to 40% by Mr. Zhu Ning.

3. Mighty Advantage Enterprises Limited is incorporated in the British Virgin Islands and is 100% beneficially owned by Mr. Guan Guisen.

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:	31 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 (if applicable):	www.chinayouzan.com
Share registrar:	Computershare Hong Kong Investor Services Limited Shops 1712-1716, 17/F., Hopewell Centre 183 Queen’s Road East, Wanchai, Hong Kong
Auditors:	RSM Hong Kong 29th Floor, Lee Gardens Two 28 Yun Ping Road, Hong Kong

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

B. Business activities

China Youzan Limited (the "Company"; the "Group") is a renowned investment holding company committed to provide innovation and technological advancement in technology services, payment service for merchants as well as online and offline e-commerce solutions which also known as SaaS (Software as a Service). The Group consists of the Company, Shenzhen Innovationpay Co., Limited and its subsidiaries, Country Praise Enterprises Limited ("CPE") and its subsidiaries (collectively the "CPE Group") and Qima Holdings Ltd. and its subsidiaries (collectively the "Youzan Group"). The Group mainly operates in retail technology services and payment service business across the People's Republic of China (the "PRC"). The Group's operation consists of four operating segments, which are (i) e-commerce – provision of a variety of online and offline solutions and services in relation to virtual wholesaling and retailing in the PRC through Youzan, an e-commerce brand which owns Youzan WeiMall and related SaaS products; (ii) third party payment services; (iii) Onecomm – provision of third party payment system solution and sales of integrated smart point of sales devices; and (iv) general trading.

C. Ordinary shares

Number of ordinary shares in issue:	13,442,530,229
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:	5 July 2020
Exercise price:	HK$0.72
Conversion ratio: *(Not applicable if the warrant is denominated in dollar value of conversion right)*	N/A
No. of warrants outstanding:	HK$374,400,000
No. of shares falling to be issued upon the exercise of outstanding warrants:	520,000,000

E. Other securities

Shares Options:	162,000,000 (Granted on 11 June 2015)

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

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

Cao Chunmeng
Executive Director

Yan Xiaotian
Executive Director

Zhu Ning
Executive Director

Cui Yusong
Executive Director

Yu Tao
Executive Director

Ying Hangyan
Executive Director

Fong Chi Wah
Independent Non-Executive Director

Gu Jiawang
Independent Non-Executive Director

Xu Yanqing
Independent Non-Executive Director

Deng Tao
Independent Non-Executive Director

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

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.