

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: 20171012-I17027-0003

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Company name: Icicle Group Holdings Limited
(冰雪集團控股有限公司)

Stock code (ordinary shares): 8429

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 7 December 2017.

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 8 December 2017

Name of Sponsor(s): Success New Spring Capital Limited

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

Executive Director:
Woo Chan Tak Chi Bonnie (Chairperson)

Non-executive Director:
Chow Sai Yiu Evan

Independent non-executive Directors:
Ip Arnold Tin Chee
Hung Alan Hing Lun
Man Ka Ho Donald

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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	Number of shares of HK\$0.01 each in the share capital of the Company (the "Shares")	Approx. % of issued Shares
Explorer Vantage Limited ^(Note 1)	277,200,000	57.75%
Woo Chan Tak Chi Bonnie ^(Note 1)	277,200,000	57.75%
Darrin Woo ^(Note 2)	277,200,000	57.75%
Hertford Global Limited ^(Note 3)	82,800,000	17.25%
Chow Sai Yiu Evan ^(Note 3)	82,800,000	17.25%

Notes:

- 1. Explorer Vantage Limited is beneficially and wholly-owned by Ms. Woo Chan Tak Chi Bonnie. By virtue of the SFO, Ms. Woo Chan Tak Chi Bonnie is deemed to be interested in the Shares held by Explorer Vantage Limited.*
- 2. Mr. Darrin Woo is the spouse of Ms. Woo Chan Tak Chi Bonnie. By virtue of the SFO, Mr. Darrin Woo is deemed to be interested in the Shares which are interested by Ms. Woo Chan Tak Chi Bonnie.*
- 3. Hertford Global Limited is beneficially and wholly-owned by Mr. Chow Sai Yiu Evan. By virtue of the SFO, Mr. Chow Sai Yiu Evan is deemed to be interested in the Shares held by Hertford Global Limited.*

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 1350
Clifton House
75 Fort Street
Grand Cayman
KY1-1108
Cayman Islands**

Head office and principal place of business: **Unit 4, 12/F, 18 King Wah Road
North Point, Hong Kong**

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

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Share registrar: **Principal share registrar and transfer office in the Cayman Islands:**
Estera Trust (Cayman) Limited
 PO Box 1350
 Clifton House
 75 Fort Street
 Grand Cayman
 KY1-1108
 Cayman Islands

Branch share registrar and transfer office in Hong Kong:
Tricor Investor Services Limited
 Level 22, Hopewell Centre
 183 Queen's Road East
 Hong Kong

Auditors: **Moore Stephens CPA Limited**
 801–806 Silvercord, Tower 1
 30 Canton Road
 Tsimshatsui
 Kowloon
 Hong Kong

B. Business activities

(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)

The group comprising the Company and its subsidiaries is a marketing production company headquartered in Hong Kong with a focus on printing, packaging and sourcing.

C. Ordinary shares

Number of ordinary shares in issue: 480,000,000

Par value of ordinary shares in issue: HK\$0.01

Board lot size (in number of shares): 5,000

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: _____

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).

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(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:

Woo Chan Tak Chi Bonnie

Chow Sai Yiu Evan

Ip Arnold Tin Chee

Hung Alan Hing Lun

Man Ka Ho Donald

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.*