

**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**

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:** PF Group Holdings Limited

**Stock code (ordinary shares):** 8221

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 24 April 2017.

**A. General**

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 6 January 2017

Name of Sponsor(s): Ample Capital Limited

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

Executive directors:  
Mr. Lo Tak Wing Benson ("Mr. B Lo")  
Mr. Lo Shiu Wing Chester ("Mr. C Lo")

Non-executive director:  
Mr. Khoo Ken Wee

Independent non-executive directors:  
Mr. Ma Wai Hung Vincent  
Mr. Mok Kwai Pui Bill  
Mr. Ng Shu Bun Andrew

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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 substantial shareholders	Number of shares	Percentage of shareholding
	Thoughtful Mind Limited ("TML") (Note 1)	1,500,000,000	75.0%
	Mr. B Lo (Note 1)	1,500,000,000	75.0%
	Mr. C Lo (Note 1)	1,500,000,000	75.0%
	Ms. Lui Wing Patsie (Note 2)	1,500,000,000	75.0%

## Notes:

1. Mr. B Lo and Mr. C Lo beneficially own 57.1% and 42.9% equity interest in TML respectively. Therefore, Mr. B Lo and Mr. C Lo are deemed to be interested in 1,500,000,000 shares of the Company held by TML.

2. Ms. Lui Wing Patsie is the spouse of Mr. B Lo.

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 March

Registered address:

Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands

Head office and principal place of business:

11/F, New World Tower, Tower II, 16-18 Queen's Road Central, Hong Kong

Web-site address (if applicable):

[www.pfs.com.hk](http://www.pfs.com.hk)

Share registrar:

Principal share registrar:  
Conyers Trust Company (Cayman) Limited  
Cricket Square, Hutchins Drive  
P.O. Box 2681  
Grand Cayman  
KY1-1111  
Cayman Islands

Hong Kong branch share registrar:  
Union Registrars Limited  
Suites 3301-04, 33/F  
Two Chinachem Exchange Square  
338 King's Road  
North Point, Hong Kong

Auditors:

Deloitte Touche Tohmatsu  
35/F  
One Pacific Place  
88 Queensway  
Hong Kong

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**B. Business activities**

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

The Company and its subsidiaries are principally engaged in the provision of (i) securities dealing and brokerage services; (ii) placing and underwriting services; (iii) financing services including securities and initial public offering margin financing; and (iv) asset management services.

**C. Ordinary shares**

Number of ordinary shares in issue: 2,000,000,000

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

Board lot size (in number of shares): 20,000 shares

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:  
*(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: 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 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:

Lo Tak Wing Benson  
Executive Director

Lo Shiu Wing Chester  
Executive Director

Khoo Ken Wee  
Non-executive Director

Ma Wai Hung Vincent  
Independent non-executive Director

Mok Kwai Pui Bill  
Independent non-executive Director

Ng Shu Bun Andrew  
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.*