

**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: Madison Holdings Group Limited

Stock code (ordinary shares): 8057

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 13 July 2018

**A. General**

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 8 October 2015

Name of Sponsor(s): N/A

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

Executive directors:  
Mr. Ting Pang Wan Raymond  
Mr. Zhu Qin  
Mr. Zhou, Francis Bingrong  
Mr. Teoh Ronnie Chee Keong  
Ms. Kuo Kwan

Independent non-executive directors:  
Ms. Fan Wei  
Mr. Chu Kin Wang Peleus  
Mr. Ip Cho Yin, J.P.

| Name(s) of substantial shareholder(s):<br>(as such term is defined in rule 1.01 of the<br>GEM Listing Rules) and their respective<br>interests in the ordinary shares and other<br>securities of the Company | Name                                                  | Number of<br>shares  | Percentage of<br>shareholding in the<br>Company |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------|----------------------|-------------------------------------------------|
|                                                                                                                                                                                                              | <u>Royal Spectrum<br/>Holding Company<br/>Limited</u> | <u>1,968,000,000</u> | <u>48.35%</u>                                   |

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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, PO Box 2681, Grand Cayman KY1-1111, Cayman Islands

Head office and principal place of business: Flat A & B, 10/F, North Point Industrial Building, 499 King's Road, North Point, Hong Kong

Web-site address (if applicable): http://www.madison-group.com.hk

Share registrar: Tricor Investor Services Limited

Auditors: SHINEWING (HK) CPA Limited

**B. Business activities**

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

- Retail sales and wholesales of wine products and other alcoholic beverages
- Provision of wine-related delivery services, storage services, consignment services, consultation services, sourcing services and evaluation services
- Provision of corporate advisory and securities placement services

**C. Ordinary shares**

Number of ordinary shares in issue: 4,070,056,000

Par value of ordinary shares in issue: HK\$0.001

Board lot size (in number of shares): 4,000

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: N/A

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**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.

As at the date of this information sheet, 400,000,000 share options granted under the share option scheme adopted on 21 September 2015 were outstanding.

**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:

\_\_\_\_\_  
Ting Pang Wan Raymond  
Executive director

\_\_\_\_\_  
Zhu Qin  
Executive director

\_\_\_\_\_  
Mr. Zhou, Francis Bingrong  
Executive director

\_\_\_\_\_  
Teoh Ronnie Chee Keong  
Executive director

\_\_\_\_\_  
Kuo Kwan  
Executive director

\_\_\_\_\_  
Fan Wei  
Independent non-executive director

\_\_\_\_\_  
Chu Kin Wang Peleus  
Independent non-executive director

\_\_\_\_\_  
Ip Cho Yin, J.P.  
Independent non-executive director

**NOTES**

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- (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.*