

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: 20180918-I18013-0003

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Company name: Metropolis Capital Holdings Limited

Stock code (ordinary shares): 8621

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 10 December 2018

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 12 December 2018

Name of Sponsor(s): Octal Capital Limited

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

Executive Directors:

Mr. Chau David (周大為)

Ms. Zhou Hui (周卉)

Non-Executive Director:

Ms. Chau On (周安)

Independent Non-Executive Directors:

Mr. Lau Chung Wai (劉仲緯)

Mr. Mo Luojiang (莫羅江)

Mr. Lo Kai Tung (盧啟東)

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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(s) <small>(Note 1)</small>	Approximate Percentage of Shareholding (%)	Number of Shares <small>(Note 2)</small>
	View Art Investment Limited	75%	600,000,000 (L)
	Mr. Chau David	75%	600,000,000 (L)

Note:

(1) Mr. Chau David beneficially owns 100% of View Art Investment Limited. Therefore, Mr. Chau David is deemed to be interested, or taken to be interested, in all the shares (the "Shares") of the Company held by View Art Investment Limited for the purpose of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO").

(2) The letter "L" denotes a person's "long position" (as defined under Part XV of the SFO) in such Shares.

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:	P.O. Box 1350, Clifton House, 75 Fort Street, Grand Cayman, KY1-1108, Cayman Islands
Head office and principal place of business:	Head office and principal place of business in the People's Republic of China (the "PRC"): Room 7003A, 887 Huai Hai Zhong Road, Huangpu District, Shanghai, China Principal place of business in Hong Kong registered under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong): 18th Floor, United Centre, 95 Queensway, Hong Kong
Web-site address (if applicable):	http://www.metropolis-leasing.com
Share registrar:	<u>Principal share registrar and transfer office in the Cayman Islands:</u> Esteria Trust (Cayman) Limited PO Box 1350, Clifton House, 75 Fort Street, Grand Cayman KY1-1108, Cayman Islands <u>Hong Kong branch share registrar and transfer office:</u> Tricor Investor Services Limited Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong
Auditors:	Deloitte Touche Tohmatsu

B. Business activities

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

The Company is a well-established finance leasing company in the PRC focusing on vehicle finance leasing. The Company and its subsidiaries (the "Group") primarily provide customised vehicle finance leasing to their customers. Their vehicle finance leasing can be categorised into (i) direct finance leasing; and (ii) sale and leaseback; the vehicles under their finance leases can be divided into (i) commercial vehicles; and (ii) passenger vehicles.

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C. Ordinary sharesNumber of ordinary shares in issue: 800,000,000 SharesPar value of ordinary shares in issue: HK\$0.01Board lot size (in number of shares): 8,000 SharesName of other stock exchange(s) on which ordinary shares are also listed: N/A**D. Warrants**Stock code: N/ABoard lot size: N/AExpiry date: N/AExercise price: N/AConversion ratio: N/A
(Not applicable if the warrant is denominated in dollar value of conversion right)No. of warrants outstanding: N/ANo. 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:

Chau David
Executive Director

Zhou Hui
Executive Director

Chau On
Non-Executive Director

Lau Chung Wai
Independent Non-Executive Director

Mo Luojiang
Independent Non-Executive Director

Lo Kai Tung
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.*