

# FORMS RELATING TO LISTING

## Form F

### The Growth Enterprise Market (GEM)

#### Company Information Sheet

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this information sheet, makes no representation as to its accuracy or completeness and expressly disclaims 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 :** iMerchants Limited

**Stock code (ordinary shares):** 8009

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 30 June 2007.

#### A. General

Place of incorporation : Hong Kong

Date of initial listing on GEM : 31 March 2000

Name of Sponsor(s) : Not applicable

Names of directors : *Executive Directors:* Mr Leroy Kung Lin Yuen ("Mr Kung")  
(please distinguish the status of the directors - Ms Lena Foo  
*Executive, Non-Executive or Independent*  
*Non-Executive*)

#### *Independent non-executive*

*Directors:* Mr Ronny Chow Fan Chim  
Mr Kenneth Tseung Yuk Hei  
Mr Matthew P. Johnston

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:	Shareholders	No. of shares	% of issued share capital
	iMerchants Group Ltd	76,194,100	67.28%
	Asian Gold Associates Ltd	76,194,100	67.28%
	Galaface Limited	76,194,100	67.28%
	Mr Kung	76,194,100	67.28%

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 March

Registered address : 6803-5, 68/F The Center, 99 Queen's Road Central, Hong Kong

Head office and principal place of business : 6803-5, 68/F The Center, 99 Queen's Road Central, Hong Kong

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

Share registrar : Tengis Limited

Auditors : Deloitte Touche Tohmatsu

**B. Business activities**

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

iMerchants principally engages in the provision of information technology services, technology venture investments, as well as investment in securities and various financial and investment products.

**C. Ordinary shares**

Number of ordinary shares in issue : 113,251,000 of HK\$1.00 each

Par value of ordinary shares in issue : HK\$113,251,000.00

Board lot size (in number of shares) : 2,000

Name of other stock exchange(s) on which ordinary shares are also listed : Nil

**D. Warrants** Nil

Stock code :

Board lot size :

Expiry date :

Exercise price :

Conversion ratio :  
*(Not applicable if the warrant is denominated in dollar value of conversion right)*

No. of warrants outstanding :

No. of shares falling to be issued upon the exercise of outstanding warrants :

**E. Other securities**

Details of any other securities in issue:

Number of shares subject to the options granted under the Pre-IPO Share Option Plan: 297,000  
Number of shares subject to the options granted under the Share Option Scheme: 297,000

*(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.

**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 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:

\_\_\_\_\_  
Leroy Kung Lin Yuen

\_\_\_\_\_  
Lena Foo

\_\_\_\_\_  
Ronny Chow Fan Chim

\_\_\_\_\_  
Kenneth Tseung Yuk Hei

\_\_\_\_\_  
Matthew P. Johnston