

APPENDIX 5**FORMS RELATING TO LISTING****FORM F****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: **Royal Century Resources Holdings Limited**
仁德資源控股有限公司

Stock code (ordinary shares): **8125**

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on 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 GEM 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 26 November 2018.....

A. General

Place of incorporation: Hong Kong

Date of initial listing on GEM: 18 July 2014

Name of Sponsor(s): Not applicable

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

Executive Directors
Mr. Chan Chi Yuen (*Chairman*)
Mr. Liu Rongsheng (*Chief Executive Officer*)
Mr. Wang Jun
Mr. Zhang Weijie

Non-executive Director
Mr. Tsang Kei Cheong

Independent Non-executive Directors
Mr. Chan Chiu Hung Alex
Mr. Wu Zhao
Mr. Lam Cheok Va

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

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	Note	Number of shares (Percentage of shareholding)
Superb Smart Limited	1	81,440,000 (18.70%)
Ms. Zheng Juhua	1	81,440,000 (18.70%)
Time Vanguard Holdings Limited	2	50,000,000 (11.48%)
China Huarong International Holdings Limited	2	50,000,000 (11.48%)
Huarong Real Estate Co., Ltd.	2	50,000,000 (11.48%)
China Huarong Asset Management Co., Ltd.	2	50,000,000 (11.48%)
Wang Dongsheng		45,484,000 (10.44%)

Notes:

1. Superb Smart Limited is wholly-owned by Ms. Zheng Juhua. Accordingly, Ms. Zheng Juhua is deemed to be interested in the 81,440,000 Shares under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).
2. Time Vanguard Holdings Limited is wholly-owned by China Huarong International Holdings Limited. China Huarong International Holdings Limited is jointly-owned as to 11.90% by Huarong Zhiyuan Investment & Management Co., Ltd. and 88.10% by Huarong Real Estate Co., Ltd. Each of Huarong Zhiyuan Investment & Management Co., Ltd. and Huarong Real Estate Co., Ltd. is wholly-owned by China Huarong Asset Management Co., Ltd. Accordingly, each of China Huarong International Holdings Limited, Huarong Real Estate Co., Ltd. and China Huarong Asset Management Co., Ltd. is deemed to be interested in the 50,000,000 Shares under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company: Not applicable

Financial year end date: 31 March

Registered address: Suite 2201, 22/F.,
China Resources Building
26 Harbour Road
Wanchai, Hong Kong

Head office and principal place of business: Suite 2201, 22/F.,
China Resources Building
26 Harbour Road
Wanchai, Hong Kong

Web-site address (if applicable): www.royalcentury.hk

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Share registrar: Union Registrars Limited

Auditors: Reanda Lau & Au Yeung (HK) CPA Limited

B. Business activities

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

The Company is an investment holding company while the Group is principally engaged in the provision of design and fitting-out works which involve the design, project management of small construction works and procurement of furnishings and materials; the provision of design and procurement of furnishings and related products which involve assembling; money lending; sourcing and merchandising of fine and rare wines; and financial services comprise securities advisory, dealings and brokerage services and asset management services.

C. Ordinary shares

Number of ordinary shares in issue: 435,600,000 shares

Par value of ordinary shares in issue: Not applicable

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

Name of other stock exchange(s) on which ordinary shares are also listed: Not applicable

D. Warrants

Stock code: Not applicable

Board lot size: Not applicable

Expiry date: Not applicable

Exercise price: Not applicable

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

No. of warrants outstanding: Not applicable

No. of shares falling to be issued upon the exercise of outstanding warrants: Not applicable

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).

Not Applicable

(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).

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If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

Not applicable

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:

Chan Chi Yuen

Liu Rongsheng

Wang Jun

Zhang Weijie

Tsang Kei Cheong

Chan Chiu Hung Alex

Wu Zhao

Lam Cheok Va

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.*