

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
GEM
COMPANY INFORMATION SHEET

Case Number: 20180823-118053-0002

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Company name: **Narnia (Hong Kong) Group Company Limited**
(納尼亞(香港)集團有限公司)

Stock code (ordinary shares): **8607**

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 25 February 2019

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 26 February 2019

Name of Sponsor(s): Cinda International Capital Limited

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

Chairman and Executive Director
• Dai Shunhua

Executive Directors
• Song Xiaoying
• Wang Yongkang

Independent Non-executive Directors
• Leung Ka Tin
• Liu Bo
• Yu Chung Leung

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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	Capacity/ Nature of interest	Number of Shares held immediately after completion of the Share Offer and the Capitalisation Issue	Approximate percentage of interests in the Company immediately after completion of the Share Offer and the Capitalisation Issue
Spring Sea Star Investment Limited ^(Note 1)	Beneficial owner	472,848,000	59.11%
Mr. Dai Shunhua ^(Notes 1 and 2)	Interest in controlled corporation Interest of spouse/Interest held jointly with another person	472,848,000	59.11%
Ms. Song Xiaoying ^(Notes 1 and 2)	Interest in controlled corporation Interest of spouse/Interest held jointly with another person	472,848,000	59.11%
Summer Land Star Investment Limited ^(Note 3)	Beneficial owner	127,152,000	15.89%

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Notes:

1. *The Company will be owned as to approximately 59.11% by Spring Sea Star Investment Limited immediately after completion of the Share Offer and the Capitalisation Issue (without taking into account any Share that may be allotted and issued upon the exercise of the Offer Size Adjustment Option and the options that may be granted under the Share Option Scheme). Spring Sea Star Investment Limited is owned as to approximately 53.98% by Mr. Dai Shunhua and approximately 46.02% by Ms. Song Xiaoying. Under the SFO, Mr. Dai Shunhua and Ms. Song Xiaoying are deemed to be interested in the same number of Shares held by Spring Sea Star Investment Limited.*
2. *Ms. Song Xiaoying is the spouse of Mr. Dai Shunhua. Under the SFO, Ms. Song Xiaoying is deemed to be interested in the same number of Shares in which Mr. Dai Shunhua is interested. In addition, by virtue of the Acting in Concert Undertaking, Mr. Dai and Ms. Song are persons acting in concert and each of them is deemed to be interested in the Shares in which each other is interested.*
3. *The Company will be owned as to approximately 15.89% by Summer Land Star Investment Limited immediately after completion of the Share Offer and the Capitalisation Issue (without taking into account any Share that may be allotted and issued upon the exercise of the Offer Size Adjustment Option and the options that may be granted under the Share Option Scheme).*

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: PO Box 1350
Clifton House
75 Fort Street
Grand Cayman KY1-1108
Cayman Islands

Head office and principal place of business: Jiapu Economic Development Area
Changxing County, Huzhou City
Zhejiang Province
People's Republic of China

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

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Share registrar: **Principal share registrar**
Esteria Trust (Cayman) Limited
PO Box 1350
Clifton House
75 Fort Street
Grand Cayman KY1-1108
Cayman Islands

Hong Kong branch share registrar
Tricor Investor Services Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong

Auditors: Deloitte Touche Tohmatsu
Certified Public Accountants
35th Floor, One Pacific Place
88 Queensway
Admiralty
Hong Kong

B. Business activities

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

The Company (together with its subsidiaries, the “**Group**”) is a long established textile manufacturer and printing and dyeing company in the People’s Republic of China with over 15 years of experience in the textile industry. The Group develops polyester fabrics, which is a type of chemical fabrics, with different texture and functions, manufacture its products at its production facilities and engages in direct sales to its customers. Apart from sales of fabrics, the Group also provides printing and dyeing services in the People’s Republic of China.

C. Ordinary shares

Number of ordinary shares in issue: 800,000,000 ordinary Shares
Par value of ordinary shares in issue: US\$0.001
Board lot size (in number of shares): 5,000 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: N/A
(Not applicable if the warrant is denominated in dollar value of conversion right)
No. of warrants outstanding: N/A

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

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:

Dai Shunhua

Song Xiaoying

Wang Yongkang

Leung Ka Tin

Liu Bo

Yu Chung Leung

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.*