FORMS RELATING TO LISTING

Form F

The Growth Enterprise Market (GEM)

Company Information Sheet

Company name : **PALMPAY CHINA (HOLDINGS) LIMITED**

Stock code (ordinary shares) : **8047**

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 26 July 2012

A. General

Place of incorporation	:	Bermuda
Date of initial listing on GEM	:	1st November, 2001
Name of Sponsor(s)	:	NIL
Names of directors (please distinguish the status of the directors – Executive, Non-Executive or Independent Non-Executive)	:	*Executive directors* Mr. YUAN Shengjun Mr. CHAN Francis Ping Kuen Mr. CHAN Hin Wing, James

Independent non-executive directors
Mr. KWOK Chi Sun, Vincent
Mr. YEUNG Kam Yan
Mr. CHEUNG Chi Hwa, Justin

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	**Number of shares of HK$0.05 each in the share capital of the Company ("Shares")**	**Approximate percentage of issued share capital**
Starryland Profits Limited *(Note 1)*	346,404,682	20.07%
Lau Kim Hung, Jack *(Note 1)*	346,404,682	20.07%
	4,483,200	0.26%
	1,480,000	0.09%
Chan Yiu Kan, Katie *(Note 1)*	350,887,882	20.33%
	1,480,000	0.09%
Brilliant Bloom Investments Limited *(Note 2)*	345,000,000	19.99%

Note:

1. Starryland Profits Limited, a company incorporated in the British Virgin Islands, is wholly and beneficially owned by Mr. Lau Kim Hung, Jack ("Mr. Lau"). Mr. Lau is deemed to be interested in 346,404,682 shares held by Starryland Profits Limited. In addition, by virtue of being the spouse of Ms. Chan Yiu Kan Katie, he is also deemed to be interested in 1,480,000 shares held by Ms. Chan Yiu Kan Katie.

   Ms. Chan Yiu Kan Katie, being the spouse of Mr. Lau, is deemed to be interested in 346,404,682 shares held by Starryland Profits Limited and 4,483,200 shares held by Mr. Lau.

2. Brilliant Bloom Investments Limited, a company incorporated in the British Virgin Islands, is wholly and beneficially owned by Mr. Ng Yui Wah Sonny. Mr. Ng Yui Wah Sonny is deemed to be interested in 345,000,000 shares held by Brilliant Bloom Investments Limited.

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	:	31st March
Registered address	:	Clarendon House 2 Church Street Hamilton HM 11 Bermuda
Head office and principal place of business	:	Unit 1601, 16/F., Ruttonjee House, Ruttonjee Centre 11 Duddell Street Central Hong Kong
Web-site address (if applicable)	:	www.palmpaychina.com
Share registrar	:	*Principal share registrar and transfer office* HSBC Securities Services (Bermuda) Limited 6 Front Street Hamilton HM 11 Bermuda *Branch share registrar and transfer office* Tricor Tengis Limited 26th Floor, Tesbury Centre 28 Queen's Road East Wanchai, Hong Kong
Auditors	:	Mazars CPA Limited *Certified Public Accountants* 42F., Central Plaza 18 Harbour Road Wanchai Hong Kong

B. Business activities

The Company and its subsidiaries (collectively, the “Group”) are principally engaged in the provision of payment gateway services and manufacturing and trading of products related to optimal optical fibers, telecommunications, electric power network systems and equipment and the provision of integrated solutions for lightning electromagnetic pulse protection engineering design, construction and technical services.

C. Ordinary shares

Number of ordinary shares in issue	:	1,725,795,656 Shares
Par value of ordinary shares in issue	:	HK$0.05 each
Board lot size (in number of shares)	:	20,000 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 if the warrant is denominated in dollar value of conversion right)*	:	Not applicable
No. of warrants outstanding	:	Not applicable
No. of shares falling to be issued upon the exercise of outstanding warrants	:	Not applicable

E. Other securities

	No. of Warrants	Subscription Price per Warrant	Exercise period
Unlisted warrants	24,636,209	HK$0.591	36 months commencing from the date of issue of the warrants, 12 April 2010
Unlisted warrants	270,000,000	HK$0.085	36 months commencing from the date of issue of the warrants, 26 July 2012

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:

CHAN Francis Ping Kuen

YUAN Shengjun

CHAN Hin Wing, James

KWOK Chi Sun, Vincent

YEUNG Kam Yan

CHEUNG Chi Hwa, Justin