

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 : **GreaterChina Professional Services Limited**

Stock code (ordinary shares): 8193

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 27 February 2014.

A. General

Place of incorporation : The Cayman Islands
Date of initial listing on GEM : 31 May 2011
Name of Sponsor(s) : Grand Vinco Capital Limited

Names of directors :

*(please distinguish the status of the directors - Executive Director
Executive, Non-Executive or Independent Non-Executive):* Mr. Ip Kwok Kwong

Independent non-executive Directors

Mr. Au-Yang Cheong Yan, Peter
Mr. Wu Chi Keung
Ms. Ng See Wai, Rowena

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: Brilliant One Holdings Limited (Note 1) (61%)
GCA Professional Services Group Limited (formerly known as Genius Ideas International Ltd.) (Notes 1 & 2) (61%)
Smart Pick Investments Limited (Notes 2 & 3) (61%)
GC Holdings Limited (Notes 3 & 4) (61%)
Mr. Ip Kwok Kwong (Note 5) (61%)

Notes:

1. Brilliant One Holdings Limited is wholly owned by GCA Professional Services Group Limited (formerly known as Genius Ideas International Ltd.).
2. GCA Professional Services Group Limited is owned as to 51% by Smart Pick Investments Limited and 49% by Easy Gain Development Limited.
3. Smart Pick Investments Limited is owned as to 89.61% by GC Holdings Limited and 10.39% by Easy Gain Development Limited.
4. GC Holdings Limited is wholly and beneficially owned by Mr. Ip Kwok Kwong.
5. 305,850,000 shares are held by Brilliant One Holdings Limited. Brilliant One Holdings Limited is wholly owned by GCA Professional Services Group Limited. GCA Professional Services Group Limited is owned as to 51% by Smart Pick Investments Limited. Smart Pick Investments Limited is owned as to 89.61% by GC Holdings Limited. GC Holdings Limited is wholly and beneficially owned by Mr. Ip Kwok Kwong.

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 March

Registered address : Cricket Square
Hutchins Drive
PO Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Head office and principal
place of business : Room 2703, 27th Floor
Shui On Centre
6-8 Harbour Road
Wanchai
Hong Kong

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

Share registrar : Codan Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
PO Box 2681, Grand Cayman
KY1-1111, Cayman Islands

Tricor Investor Services Limited
26th Floor, Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

Auditors : RSM Nelson Wheeler
Certified Public Accountants
29th Floor
Caroline Centre
Lee Gardens Two
28 Yun Ping Road
Hong Kong

B. Business activities

The Group provides integrated professional services to public and private companies and individual investors mainly in Hong Kong and the PRC, which services can be broadly categorised into two sectors, being (i) asset advisory services and asset appraisal and (ii) corporate services and consultancy.

C. Ordinary shares

Number of ordinary shares in issue : 501,840,000
Par value of ordinary shares in issue : HK\$0.01
Board lot size (in number of shares) : 5,000
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
No. of shares falling to be issued upon the exercise of outstanding warrants : N/A

E. Other securities

Details of any other securities in issue.

9,850,000 options to subscribe for a total of 9,850,000 ordinary shares of HK\$0.01 each in the share capital of the Company (the "Shares") were granted at an exercise price of HK\$0.20 per share with validity period till 17 May 2021. As at the date of this form, the said share options to subscribe for up to an aggregate of 5,220,000 Shares remain outstanding.

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

N/A

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:

Ip Kwok Kwong
Executive Director

Wu Chi Keung
Independent non-executive Director

Au-Yang Cheong Yan, Peter
Independent non-executive Director

Ms. Ng See Wai, Rowena
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.*