

FORM F
THE GROWTH ENTERPRISE MARKET (GEM)
COMPANY INFORMATION SHEET

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Company name: **i-Control Holdings Limited 超智能控股有限公司**

Stock code (ordinary shares): **8355**

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 19 February 2016

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 27 May 2015

Name of Sponsor(s): Pan Asia Corporate Finance Limited

Names of directors:

(please distinguish the status of the directors **Executive Directors**
- Executive, Non-Executive or Independent Tong Sai Wong
Non-Executive) Chan Wing Yiu
Chan Wing Lun

Non-executive Directors

Wong King Keung
Lin Wing Ching

Independent non-executive Directors

Chan Man Hung
Lai Wing Chueng
Lum Pak Sum

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 Interests	Number of Shares	Approximate percentage of shareholding
	Newmark Group Limited	Beneficial owner	510,000,000	51%
	Wong King Keung	Beneficial owner	92,640,000	9.26%
		Interests of controlled corporation (Note 1)	510,000,000	51%
	Lau Sau Yee	Interests of Spouse (Note 2)	602,640,000	60.26%

Note 1: These shares (the “Shares”) in the Company are held by Newmark Group Limited, which is owned as to 38.6% by Wong King Keung. Pursuant to the provisions of Divisions 7 and 8 of Part XV of the Securities and Futures Ordinance, Wong King Keung is deemed to have an interest in all Shares in which Newmark Group has, or deemed to have, an interest.

Note 2: Lau Sau Yee is the wife of Wong King Keung. Pursuant to the provisions of Divisions 2 and 3 of Part XV of the SFO, Lau Sau Yee is deemed to have an interest in all Shares in which Wong King Keung has, or deemed to have, an interest.

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: Appleby Trust (Cayman) Ltd.
Clifton House
75 Fort Street
Grand Cayman
KY1-1108
Cayman Islands

Head office and principal place of business: Unit A&B, 12/F
MG Tower
133 Hoi Bun Road
Kwun Tong, Kowloon, Hong Kong

Web-site address (if applicable): <http://www.i-controlholdings.com>

Share registrar: Principal share registrar and transfer office
Appleby Trust (Cayman) Ltd.
Clifton House
75 Fort Street
Grand Cayman
KY1-1108
Cayman Islands

Hong Kong branch share registrar and transfer office
Tricor Investor Services Limited
22/F., Hopewell Centre
183 Queen’s Road East, Hong Kong

Auditors: SHINEWING (HK) CPA Limited
43/F., The Lee Gardens
33 Hysan Avenue
Causeway Bay, Hong Kong

B. Business activities

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

The Group is principally engaged in the provision of video conferencing and multimedia audio visual solution services.

C. Ordinary shares

Number of ordinary shares in issue: 1,000,000,000

Par value of ordinary shares in issue: HK\$0.01

Board lot size (in number of shares): 10,000

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.
(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

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:

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Tong Sai Wong

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Chan Wing Yiu

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Chan Wing Lun

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Wong King Keung

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Lin Wing Ching

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Chan Man Hung

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Lai Wing Chueng

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Lum Pak Sum

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.*