## FORMS RELATING TO LISTING

#### Form F

# The Growth Enterprise Market (GEM)

# **Company Information Sheet**

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: Aurum Pacific (China) Group Limited

(formerly known as "S & D International Development Group Limited")

Stock code (ordinary shares): 8148

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 16 April 2010.

## A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 9 January 2004

Name of Sponsor(s) : N/A

Names of directors : <u>Executive Directors</u>

(please distinguish the status of the directors - Mr. Cheung Yu Ping (Chairman and Chief Executive Officer)

Executive, Non-Executive or Independent Mr. Lee Ah Sang

*Non-Executive*) :

<u>Independent Non-Executive Directors</u>

Mr. Chi Chi Hung, Kenneth

Mr. Chan Wai Fat Mr. Chui Kwong Kau Name(s) of substantial shareholder(s) (as such term is defined in rule 1.01of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company

Name	Number of Shares or attributable number of Shares held	percentage of shareholding or attributable percentage of shareholding
Hong Sheng Group Limited ("Hong Sheng")	142,651,965 (Note 1)	71.32%
Mr. Cheung Yu Ping ("Mr. Cheung")	142,651,965 (Note 1)	71.32%
Ms. Cai Dongmei ("Ms. Cai")	142,651,965 (Note 1)	71.32%
Kingston Finance Limited ("Kingston")	142,651,965 (Note 2 & 3)	71.32%
Ample Cheer Limited ("Ample Cheer")	142,651,965 (Note 4)	71.32%
Best Forth Limited ("Best Forth")	142,651,965 (Note 4)	71.32%
Mrs. Chu Yuet Wah ("Mrs. Chu")	142,651,965 (Note 4)	71.32%

**Approximate** 

#### Notes:

- 1. The interests in the shares of Mr. Cheung and Ms. Cai were held through Hong Sheng, the entire issued share capital of which was beneficially and ultimately owned as to 51% by Mr. Cheung and as to 49% by Ms. Cai. By virtue of the Securities and Futures Ordinance, Mr. Cheung and Ms. Cai are deemed to be interested in the shares held by Hong Sheng.
- 2. The entire issued share capital held by Hong Sheng is charged with Kingston.
- 3. Kingston has a security interest in the entire issued share capital held by Hong Sheng as mentioned in Note 2 above.
- 4. Kingston is wholly held by Ample Cheer. Ample Cheer is 80% held by Best Forth. Mrs Chu holds the entire issued share capital of Best Forth. Accordingly, Mrs Chu is deemed to be interested in the issued share capital interested by Kingston as mentioned in Note 3 above.

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange

within the same group as the Company : Nil

Financial year end date : 31 December

Registered address : Cricket Square

Hutchins Drive P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

Head office and principal

place of business : Room 3707, 37/F, West Tower

Shun Tak Centre

168-200 Connaught Road Central

Hong Kong

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

Share registrar : Tricor Tengis Limited

26<sup>th</sup> Floor, Tesbury Centre 28 Queen's Road East

Wanchai Hong Kong

Auditors : BDO Limited

25<sup>th</sup> Floor, Wing On Centre 111Connaught Road Central

Hong Kong

#### B. Business activities

The Group is principally engaged in the provision of custom-made solutions, trading of computer equipment, computerized smart sockets and related accessories. The Group has continuously expanded in variety of products and different market segments to provide high quality products and services to our customers.

## C. Ordinary shares

Number of ordinary

shares in issue : 200,000,000 Par value of ordinary shares in issue : HK\$0.01 per share

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

Name of other stock exchange(s) on which N/A

ordinary shares are also listed :

## 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

Signed:

## 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.

(Sd.) Cheung Yu Ping	(Sd.) Chan Wai Fat	
(Sd.) Lee Ah Sang	(Sd.) Chui Kwong Kau	
(Sd.) Chi Chi Hung, Kenneth		