

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

REGULATORY FORMS

FORMS RELATING TO LISTING

Form G

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: XinXiang Era Group Company Limited (the “Company”)

Stock code (ordinary shares): 8519

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 Exchange’s 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 8 April 2024

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 8 February 2018

Name of Sponsor(s): N/A

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

Executive Director(s):
Ms. Wan Suet Yee Cherry
Mr. Kong Linglei

Non-Executive Director(s):
Mr. Liu Enyu
Mr. Peng Ben

Independent Non-Executive Director(s):
Ms. Ma Lina
Ms. Mao Xiaobi
Ms. Deng Yongling

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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 of substantial shareholder	Capacity	Number of shares held	% of shares in issue
	Central Power Group Limited	Beneficial owner	437,100,000	75.38
	Peng Ben	Interest in a controlled corporation ^(Note)	437,100,000	75.38
	Zhao Hong	Interest in a controlled corporation ^(Note)	437,100,000	75.38

Note:

Central Power Group Limited is 51% directly owned by Peng Ben and 49% directly owned by Zhao Hong. Accordingly, Peng Ben and Zhao Hong are deemed to be interested in the shares of the Company held by Central Power Group Limited under Part XV of the Securities and Futures Ordinance.

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:

Windward 3, Regatta Office Park,
P.O. Box 1350, Grand Cayman KY1-1108,
Cayman Islands

Head office and principal place of business:

Office No. 5 on 22/F,
Universal Trade Centre,
No. 3 Arbuthnot Road,
Central,
Hong Kong

Web-site address (if applicable):

www.xinxiangera.com

Share registrar:

Cayman Islands principal share registrar and transfer office:
Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park,
P.O. Box 1350,
Grand Cayman KY1-1108,
Cayman Islands

Hong Kong branch share registrar and transfer office:
Tricor Investor Services Limited
17/F, Far East Finance Centre,
16 Harcourt Road,
Hong Kong

Auditors:

BDO Limited
25/F, Wing On Centre,
111 Connaught Road Central
Hong Kong

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

The Company is an investment holding company. The Group is a well-known hospitality group which is principally engaged in the operation of restaurants in Hong Kong.

C. Ordinary shares

Number of ordinary shares in issue:	579,890,000
Par value of ordinary shares in issue:	HK\$0.02 per share
Board lot size (in number of shares):	20,000 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: <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	N/A
No. of warrants outstanding:	N/A
No. of shares falling to be issued upon the exercise of outstanding warrants:	N/A

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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).

Share Option Scheme

The Company adopted a share option scheme on 23 January 2018, pursuant to which the options (“Options”) have been granted.

(1) Grant of Share Options

Date of Grant:	21 February 2024
Number of Options granted:	40,000,000
Exercise price per share:	HK\$0.30
Exercise period of Options:	21 February 2025 to 20 February 2034

The above 40,000,000 Options (as adjusted upon the share consolidation of every two (2) existing shares into one (1) consolidated share having become effective on 25 March 2024) were granted to certain service providers of the Group on 21 February 2024. For further details, please refer to the announcements of the Company dated 21 February 2024 and 22 March 2024.

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.

Submitted by: Liu Enyu
(Name)

Title: Director
(Director, secretary or other duly authorised officer)

NOTE

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 Exchange’s website a revised information sheet as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.