# **Appendix 5**

**FORMS RELATING TO LISTING**

**Form F**

**GEM**

**Company Information Sheet**

|  |  |
| --- | --- |
| **Case Number:** |  |

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:** | **CHYY Development Group Limited** |
|  |  |
| **Stock code (ordinary shares):** | **8128** |

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 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 10 August 2022

**A. General**

|  |  |
| --- | --- |
| Place of incorporation: | Cayman Islands |
|  |  |
| Date of initial listing on GEM: | 30th November, 2001 |
|  |  |
| Name of Sponsor(s): | N/A |
|  |  |
| Names of directors: *(please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive)* | Executive Directors –Xu Shengheng, Chan Wai Kay Katherine and Dai Qi  Non-executive Director – Yang Wei, Zhang Yiying and Liu Ening  Independent Non-executive Directors – Wu Desheng, Wu Qiang, Jia Wenzeng and Guan Chenghua |
|  |  |
| 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 | Shareholder No. of Shares % in Interests  China Energy Conservation 1,190,000,000 26.29%  and Environmental  Protection Group (Note 1)  China Energy Conservation 1,190,000,000 26.29%  and Environmental Protection  (Hong Kong) Investment  Company Limited (Note 1)  Xu Shengheng (Note 2) 716,629,400 15.83%  Luk Hoi Man (Note 2) 716,629,400 15.83%  Liu Ening (Note 3) 250,000,000 5.52%  Wang Zhiyu (Note 3) 250,000,000 5.52%  Universal Zone 250,000,000 5.52%  Limited (Note 4)  Zhang Yiying (Note 4) 252,504,000 5.58%  Note:  1. China Energy Conservation and Environmental Protection (Hong Kong) Investment Company Limited is wholly-owned by China Energy Conservation and Environmental Protection Group. Therefore, under the SFO, China Energy Conservation and Environmental Protection Group is deemed to be interested in 1,190,000,000 shares of the Company, representing approximately 26.29% of the issued share capital of the Company.  2. Mr. Xu Shengheng (“Mr. Xu”) holds 715,646,600 shares of the Company and Ms. Luk Hoi Man (“Ms. Luk”), the spouse of Mr. Xu, holds 982,800 shares of the Company. Therefore, under the SFO, each of Mr. Xu and Ms. Luk is deemed to be interested in 716,629,400 shares of the Company, representing approximately 15.83% of the issued share capital of the Company.  3. Ms. Liu Ening (“Ms. Liu”) holds 250,000,000 shares of the Company, therefore, under the SFO, Mr. Wang Zhiyu, the spouse of Ms. Liu, is deemed to be interested in 250,000,000 Shares.  4. Mr. Zhang YiYing (“Mr. Zhang“) is interested in 2,504,000 Shares and through Universal Zone Limited, which is wholly owned by Mr. Zhang, holds 250,000,000 Shares. Therefore, under the SFO, Mr. Zhang is deemed to be interested in 252,504,000 Shares. |
|  |  |
| 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: | P. O. Box 31119, Grand Pavilion,  Hibiscus Way, 802 West Bay Road,  Grand Cayman KY1-1205, Cayman Islands |
|  |  |
| Head office and principal place of business: | 8/F., Chung Hing Commercial Building, 62-63 Connaught Road Central, Central, Hong Kong |
|  |  |
| Web-site address (if applicable): | www.chyy.com.hk |
|  |  |
| Share registrar: | Cayman Islands Share Registrar:  Sunterna (Cayman) Limited  Suite 3204, Unit 2A, Block 3, Building D,  P.O. Box 1586, Gardenia Court, Camana Bay,  Grand Cayman KY1-1100, Cayman Islands  Hong Kong branch share registrar and transfer office:  Computershare Hong Kong Investor Services Limited  Shops 1712-1716, 17th Floor, Hopewell Centre,  183 Queen’s Road East, Hong Kong. |
|  |  |
| Auditors: | Ernst & Young |

**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, and its subsidiaries are principally engaged in the industrialization development of original technologies: upgrade the traditional heating energy of direct combustion to the low-temperature heating energy, which is of non-combustion and high-efficient for transport, as an alternative heating energy source for building heating that realizing the development of the emerging industry of the integrated heating and cooling system.

CHYY Development Group Limited and its subsidiaries focus on the promotion and application of green energy and actively serve the carbon emission reduction industry of heating and cooling systems in mainland China by using the proprietary technology of collecting shallow geothermal energy as an alternative energy source for heating. By utilization of shallow geothermal energy as an alternative to traditional heating energy for provision of heating and cooling system for buildings, the application regions are free of combustion and zero-emission which supported the system engineering, operational services and the development and manufacturing of heat pump products that are effectively transport heat by electricity as well as related investments and property services.

**C. Ordinary shares**

|  |  |
| --- | --- |
| Number of ordinary shares in issue: | 4,526,925,163 |
|  |  |
| Par value of ordinary shares in issue: | US$0.01 |
|  |  |
| Board lot size (in number of shares): | 8,000 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: *(Not applicable if the warrant is denominated in dollar value of conversion right)* | N/A |
|  |  |
| 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.

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| --- | --- | --- | --- |
| Submitted by: |  | Xu Shengheng |  |

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