

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

APPENDIX 5

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: China Bio Cassava Holdings Limited

Stock code (ordinary shares): 8129

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 28 June 2012.

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 18 May 2001

Name of Sponsor(s): N/A

Names of directors: ***Executive Directors:***
(please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive) Kwan Kin Chung
Tam Kam Biu William
Wan Xiaolin

Non-executive Directors:
Leung Lap Yan
Leung Lap Fu Warren

Non-executive Directors:
Ip Chi Wai
Tse Wang Cheung Angus
Tsang Wai Wa

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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

<u>Name (Note(i))</u>	<u>Number of ordinary shares held</u>	<u>Approximate percentage of issued share capital</u>
Winway H.K. Investments Limited	524,622,500	25.58%
Culturecom Investments Limited	524,622,500	25.58%
Culturecom Holdings (BVI) Limited	524,622,500	25.58%
Culturecom Holdings Limited	524,622,500	25.58%

Note (i):

Winway H.K. Investments Limited is a wholly-owned subsidiary of Culturecom Investments Limited, which is, in turn, a wholly owned subsidiary of Culturecom Holdings (BVI) Limited. Culturecom Holdings (BVI) Limited is a wholly-owned subsidiary of Culturecom Holdings Limited. Each of Culturecom Investments Limited, Culturecom Holdings (BVI) Limited and Culturecom Holdings Limited is deemed to be interested in 524,622,500 shares through its controlling interest (100%) in Winway H.K. Investments Limited.

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 309, Ugland House, Grand Cayman, KY-1104,
Cayman Islands

Head office and principal place of business:

Room B, 10th Floor, 47 Hung To Road, Kwun Tong,
Kowloon, Hong Kong

Web-site address (if applicable):

www.bio-cassava.com

Share registrar:

Union Registrars Limited
18/F.
Fook Lee Commercial Centre
Town Place
33 Lockhart Road
Wanchai
Hong Kong

Auditors:

ZHONGLEI (HK) CPA Company Limited
Suites 313-317, 3/F.
Shiu On Centre
6-8 Harbour Road
Wanchai
Hong Kong

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 Company and its subsidiaries are principally engaged in computer software and embedded systems development, sales and licensing of the software and systems, and development of biotech and renewable energy.

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C. Ordinary shares

Number of ordinary shares in issue: 2,050,825,000 shares

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

Board lot size (in number of shares): 20,000

Name of other stock exchange(s) on which ordinary shares are also listed: N/A

D. Warrants

Stock code: 8187

Board lot size: 200,000

Expiry date: 17 February 2013

Exercise price: HK\$0.236 (Note (ii))

Conversion ratio:
(Not applicable if the warrant is denominated in dollar value of conversion right) N/A

No. of warrants outstanding: 200,000,000

No. of shares falling to be issued upon the exercise of outstanding warrants: 200,000,000

Note (ii): The exercise price of the warrants was adjusted after the share consolidation effective on 28 June 2012.

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).

Particulars of share options granted by the Company under the share options scheme adopted on 27 April 2007 are as follow:-

Date of Grant	Exercisable Period	Number of share options outstanding (Note (iii))	Exercise price (Note (iii))
29/05/2007	29/05/2007 to 28/05/2017	188,190,000	HK\$0.450
21/09/2011	21/09/2011 to 20/09/2021	191,250,000	HK\$0.172

Note (iii): The number of outstanding share options and the exercise price of the share options were adjusted after the share consolidation effective on 28 June 2012.

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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:

Kwan Kin Chung

Tam Kam Biu William

Wan Xiaolin

Leung Lap Yan

Leung Lap Fu Warren

Ip Chi Wai

Tse Wang Cheung Angus

Tsang Wai Wa

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.*