

**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****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:** Jia Meng Holdings Limited**Stock code (ordinary shares):** 8101

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 26 January 2016.....

**A. General**Place of incorporation: Cayman IslandsDate of initial listing on GEM: 15 October 2013Name of Sponsor(s): N/ANames of directors:  
(please distinguish the status of the directors  
- Executive, Non-Executive or Independent  
Non-Executive)  
*Executive directors:*  
Mr. Yim Yin Nang (Chairman)  
Mr. Wong Siu Ki*Independent non-executive directors:*  
Mr. Chan Wai Cheung, Admiral  
Mr. Fung Kam Man  
Mr. Au-Yeung Hau Cheong

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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	No. of ordinary shares held	Approximate percentage of issued share capital
	Platinum Tools Trading Limited (Note 1)	268,822,400	11.62%
	Mr. Yim Yin Nang (Note 1)	268,822,400	11.62%
	Mr. Tse Woon Mo, William (Note 2)	268,822,400	11.62%

*Notes:*

1. Platinum Tools Trading Limited (“Platinum Tools”) is a company incorporated in the British Virgin Islands with limited liability and is 100% beneficially owned by Mr. Yim Yin Nang (“Mr. Yim”), an executive director and the chairman of the Company.
2. Mr. Tse Woon Mo, William (“Mr. Tse”), a former executive director of the Company, and Mr. Yim are parties acting in concert. Accordingly, Mr. Tse is deemed to be interested in the 268,822,400 Shares of the Company held by Platinum Tools under the SFO.

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: Cricket Square, Hutchins Drive  
P.O. Box 2681, Grand Cayman  
KY1-1111, Cayman Islands

Head office and principal place of business: Unit D, 23/F, Infotech Centre  
No. 21 Hung To Road  
Kwun Tong, Kowloon  
Hong Kong

Web-site address (if applicable): [www.jmbedding.com](http://www.jmbedding.com)

Share registrar:

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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 principal activity of the Company is investment holding and the Group is principally engaged in (i) design, manufacture and sale of mattresses and soft bed products in the PRC and export of mattresses to overseas markets, (ii) securities investment in Hong Kong and (iii) property investment.

**C. Ordinary shares**

Number of ordinary shares in issue: 2,313,600,000

Par value of ordinary shares in issue: HK\$0.025

Board lot size (in number of shares): 4,000

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).

Under the share option scheme adopted by the Company on 26 August 2014, options were granted on 4 September 2014 entitling the holders thereof to subscribe for up to 2,234,234 Shares from 4 September 2014 to 3 September 2016 at an exercise price of HK\$0.396 per Share. In addition, options were granted on 11 January 2016 entitling the holders thereof to subscribe for up to 32,000,000 Shares from 12 January 2016 to 11 January 2018 at an exercise price of HK\$0.079 per Share.

(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.

Nil

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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.

Signed:

\_\_\_\_\_  
Mr. Yim Yin Nang

\_\_\_\_\_  
Mr. Wong Siu Ki

\_\_\_\_\_  
Mr. Chan Wai Cheung, Admiral

\_\_\_\_\_  
Mr. Fung Kam Man

\_\_\_\_\_  
Mr. Au-Yeung Hau Cheong

**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.*