

## FORMS RELATING TO LISTING

### Form F

#### The Growth Enterprise Market (GEM)

##### Company Information Sheet

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**Company name:** CHALLENGER GROUP HOLDINGS LIMITED

**Stock code (ordinary shares):** 8203

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 6<sup>th</sup> February, 2009

#### A. General

Place of incorporation:	Cayman Islands
Date of initial listing on GEM:	20 <sup>th</sup> January, 2004
Name of Sponsor(s):	Not Applicable
Names of directors:	<i>Executive Directors:</i> Mr. CHAN Nap Kee, Joseph Mr. YEAP Soon P, Jonathan Dr. CHOW Pok Yu, Augustine Mr. WU Kam Hung Mr. YANG Geyan Mr. YANG Yongcheng  <i>Independent Non-Executive Directors:</i> Mr. LIEW Swee Yean Mr. SIU Siu Ling, Robert Dr. WONG Yun Kuen Mr. ANDERSON Brian Ralph

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:

<b>Name of Substantial Shareholder:</b>	<b>Respective interests of the Company in ordinary shares and convertible bonds:</b>	
	<u>Ordinary shares</u>	<u>Convertible bonds</u>
Plowright Investments Limited (Note 1)	80,000,000	-
Harmony Asset Limited (Note 1)	80,000,000	-
Gold Master Business Limited (Note 2)	81,000,000	-
Wong Wai Keung Dennis (Note 2)	81,000,000	-
Glimmer Stone Investments Limited (Note 3)	110,727,250	631,000,000
Zhang Gaobo (Note 3)	170,000,000	830,000,000
Zhang Zhi Ping (Note 3)	170,000,000	830,000,000
Oriental Patron Financial Group Limited (Note 3)	170,000,000	830,000,000
Oriental Patron Financial Services Group Limited (Note 3)	170,000,000	830,000,000

Note:

1. Plowright Investments Limited is a wholly-owned subsidiary of Harmony Asset Limited (its shares listed on the Main Board of the Stock Exchange).
2. Gold Master Business Limited is wholly-owned by Mr. Wong Wai Keung Dennis.
3. Grand Pacific Source Limited holds 110,727,250 shares and 170,000,000 convertible bonds and is wholly-owned by Glimmer Stone Investments Limited. Glimmer Stone Investments Limited holds 461,000,000 convertible bonds and is owned 43.8% by Oriental Patron Financial Services Group Limited, which in turn is 95% subsidiary of Oriental Patron Financial Group Limited. Mr. Zhang Gaobo and Mr. Zhang Zhi Ping are respectively interested in 49% and 51 % of Oriental Patron Financial Group Limited. Pacific Top Holding Limited holds 59,272,750 shares and 199,000,000 convertible bonds and is wholly-owned by Oriental Patron Financial Services Group Limited.

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company:	Not Applicable
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:	Room 2701, 27/F, Two Exchange Square, 8 Connaught Place, Central, Hong Kong.
Web-site address (if applicable):	www.challenger.com.hk
Share registrar:	<i>Principal Registrar:</i> Bank of Bermuda (Cayman) Limited  <i>Branch Registrar:</i> Computershare Hong Kong Investor Services Limited
Auditors:	RSM Nelson Wheeler

**B. Business activities**

The Company and its subsidiaries have investments in mining, sale and processing of coking coal in the People's Republic of China and engage in provision of auto repairing/detailing services and on-line distribution of office supplies and equipment.

**C. Ordinary shares**

Number of ordinary shares in issue:	770,000,000 shares
Par value of ordinary shares in issue:	HK\$0.01 each
Board lot size (in number of shares):	10,000 shares
Name of other stock exchange(s) on which ordinary shares are also listed:	Not Applicable

**D. Warrants**

Stock code:

Not Applicable

**E. Other securities**

Details of any other securities in issue.

(1) Particulars of share options granted by the Company under the Share Option Scheme are as follows:-

Date of offer	Date of acceptance	No. of shares subject to the outstanding options	Exercise price per share	Exercise period
19/02/2008	19/02/2008	21,570,000	HK\$0.69	From 19/02/2008 to 18/02/2011
24/06/2008	24/06/2008	12,700,000	HK\$0.78	From 24/06/2008 to 23/06/2011
08/01/2009	08/01/2009	19,700,000	HK\$0.394	From 08/01/2009 to 07/01/2012

(2) The Company also issued convertible bonds with an aggregate principal amount of HK\$770 million, bearing interest at 1.0% per annum on the principal amount outstanding from time to time and upon exercise of the conversion rights attached to the convertible bonds in full, the holder of the convertible bonds are entitled to subscribe for up to 770,000,000 shares in the Company.

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

Nil

**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.

Signed:

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CHAN Nap Kee, Joseph

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YEAP Soon P, Jonathan

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CHOW Pok Yu, Augustine

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WU Kam Hung

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YANG Geyan

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YANG Yongcheng

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LIEW Swee Yean

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SIU Siu Ling, Robert

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WONG Yun Kuen

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ANDERSON Brian Ralph