

## FORMS RELATING TO LISTING

### Form F

#### The Growth Enterprise Market (GEM)

##### Company Information Sheet

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**Company name:** KAISUN ENERGY GROUP 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 4 November 2010

#### A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 20 January 2004

Name of Sponsor(s): Not Applicable

Names of directors:

*Executive Directors:*  
Mr. CHAN Nap Kee, Joseph  
Dr. CHOW Pok Yu, Augustine  
Mr. YANG Yongcheng  
Mr. Li Hong

*Independent Non-Executive Directors:*  
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>
Zhang Zhi Ping (Note)	215,640,000	314,490,000
Zhang Gaobo (Note)	215,640,000	314,490,000
Oriental Patron Financial Group Limited (Note)	215,640,000	314,490,000
OP Financial Investments Limited (Note)	129,260,000	206,070,000
Profit Raider Investments Limited (Note)	129,260,000	206,070,000

Note:

Oriental Patron Financial Group Limited (“OPFGL”) holds 215,640,000 Shares and 314,490,000 underlying Shares of the Company. OPFGL is 51% owned by Zhang Zhi Ping and is 49% owned by Zhang Gaobo.

Including in 215,640,000 Shares and 314,490,000 underlying Shares of the Company, 86,380,000 Shares and 108,420,000 underlying Shares are held by Pacific Top Holding Limited (“PTHL”), PTHL is wholly owned by Oriental Patron Financial Services Group Limited (“OPFSGL”), OPFSGL is 95% held by OPFGL. Zhang Zhi Ping, Zhang Gaobo, OPFGL and OPFSGL are deemed to be interested in the interests held by PTHL under the SFO.

Including in 215,640,000 Shares and 314,490,000 underlying Shares of the Company, 129,260,000 Shares and 206,070,000 underlying Shares are held by Profit Raider Investments Limited (“PRIL”), PRIL is wholly owned by OP Financial Investments Limited (“OPFIL”), OPFIL is 42.07% held by Ottness Investments Limited (“OIL”). OIL is wholly owned by OPFGL. Zhang Zhi Ping, Zhang Gaobo, OPFGL, OIL and OPFIL are deemed to be interested in the interests held by PRIL 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:	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:	5/F, 31C-D Wyndham Street, Central, Hong Kong.
Web-site address (if applicable):	www.8203.com.hk
Share registrar:	<i>Principal Registrar:</i> HSBC Trustee (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.

**C. Ordinary shares**

Number of ordinary shares in issue:	2,114,383,750 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	500,000	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	9,850,000	HK\$0.394	From 08/01/2009 to 07/01/2012
11/08/2009	11/08/2009	12,000,000	HK\$0.762	From 11/08/2009 to 10/08/2012
18/11/2009	18/11/2009	3,000,000	HK\$1.184	From 18/11/2009 to 17/11/2012
09/02/2010	09/02/2010	20,056,750	HK\$1.078	From 09/02/2010 to 08/02/2013
18/10/2010	18/10/2010	42,287,674	HK\$0.56	From 18/10/2010 to 17/10/2013

(2) The replacement bonds with an aggregate principal amount of HK\$426,680,000, bearing interest at 3.75% per annum on the principal amount outstanding from time to time and upon exercise of the conversion rights attached to the replacement bonds in full, the holder of the replacement bonds are entitled to subscribe for up to 700,640,000 shares in the Company. As of today, the outstanding principal is amounting HK\$217,660,000 and 357,410,000 shares can be converted upon the maturity.

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 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:

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CHAN Nap Kee, Joseph

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CHOW Pok Yu, Augustine

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YANG Yongcheng

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LI Hong

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LIEW Swee Yean

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SIU Siu Ling, Robert

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WONG Yun Kuen

\_\_\_\_\_  
ANDERSON Brian Ralph