

APPENDIX 5

FORMS RELATING TO LISTING

FORM F

GEM

COMPANY INFORMATION SHEET

Case Number: N/A

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 TianYF Holdings Group Limited

Stock code (ordinary shares): 8196

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 3 April 2023.

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 9 December 2015

Name of Sponsor(s): Shenwan Hongyuan Capital (H.K.) Limited

Names of directors: Executive Directors

*(please distinguish the status of the directors
 - Executive, Non-Executive or Independent
 Non-Executive)*

XIE Yang
 GAO Xue Feng
 ZHAO Yan Wei
 HE Xuan Xi

Independent non-executive Directors

BAI Shuang
 HA Cheng Yong
 TSE Chi Wai

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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	Number of shares	% of shareholdings
	Oceanic Expert Investments Limited	91,350,000	30.45%
	Perfect Wave Holdings Limited(1)	91,350,000	30.45%
	Xie Yang(1)	91,350,000	30.45%
	Great Time Ventures Limited	44,032,500	14.68%
	Topman Ventures Limited(2)	44,032,500	14.68%
	Song Xiao Xing(2)	44,032,500	14.68%

Notes:

1. Mr. Xie Yang beneficially owns the entire issued share capital of Perfect Wave Holdings Limited which in turn wholly owns Oceanic Expert Investments Limited which holds 91,350,000 shares of the Company.
2. Mr. SONG Xiao Xing beneficially owns the entire issued share capital of Topman Ventures Limited which in turn wholly owns Great Time Ventures Limited which holds 44,032,500 shares of the Company.

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:

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

Head office and principal place of business:

No. 18 Keyan Road
Science City
High-tech Industrial Development Zone
Guangzhou, PRC

Web-site address (if applicable):

www.greatwater.com.cn

Share registrar:

Tricor Investor Services Limited (Hong Kong branch share registrar and transfer office)

Conyers Trust Company (Cayman) Limited (Principal share registrar and transfer office)

Auditors:

ZHONGHUI ANDA CPA Limited
23/F, Tower 2, Enterprise Square Five,
38 Wang Chiu Road,
Kowloon Bay, Kowloon,
Hong Kong

B. Business activities

(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)

We are principally engaged in the business of providing engineering services for building wastewater treatment facilities in the PRC.

C. Ordinary shares

Number of ordinary shares in issue: 300,000,000

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

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).

On 17 June 2022, the Company adopted a share option scheme (the "Share Option Scheme") in accordance with Chapter 23 of the GEM Listing Rules. For principal terms of the Share Option Scheme, please refer to the circular of the Company dated 25 May 2022. On 29 June 2022, the Company subsequently granted 18,000,000 share options (the "Option(s)") to certain directors and employees of the Company to subscribe for an aggregate of 18,000,000 shares of HK\$0.01 each in the capital of the Company at an exercise price of HK\$1.19 pursuant to the terms of the Share Option Scheme. As at the date hereof, 18,000,000 Options remain outstanding.

(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.

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

Submitted by: TSUI Kan Chun
(Name)

Title: Company Secretary
(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.