

FORMS RELATING TO LISTING

Form F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name : **Asian Capital Resources (Holdings) Limited**

Stock code (ordinary shares) : **8025**

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 July 2011.

A. *General*

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 16 December 1999

Name of Sponsor(s) : N/A

Name of Directors : ***Executive Directors:***
Mr. Xie Xuan (Chairman)
Mr. Qiu Yue

Non-Executive Directors:
Mr. Lo Mun Lam Raymond (Vice Chairman)
Mr. Andrew James Chandler

Independent Non-Executive Directors:
Mr. Wu Jixue
Mr. Zhang Daorong
Dr. Feng Ke

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 of Substantial Shareholder | Capacity | Number of shares | Approximate % issued Shares as at 18 March 2011 |
|---|--------------------------------------|------------------|---|
| Asian Dynamics International Limited | Beneficial owner | 546,846,132 | 50.51% |
| Glamour House Limited (<i>Note 1</i>) | Interest of a controlled corporation | 546,964,782 | 50.52% |
| Mr. Chu Yat Hong (<i>Note 2</i>) | Interest of a controlled corporation | 546,964,782 | 50.52% |
| Mr. Xie Xuan (<i>Note 3</i>) | Interest of a controlled corporation | 546,964,782 | 50.52% |

Note 1: The controlled corporation is Asian Dynamics International Limited, which is beneficially owned as to 67.18% by Glamour House Limited.

Note 2: The controlled corporation is Glamour House Limited, which is beneficially owned as to 90% by Mr. Chu Yat Hong, and which is the beneficial owner as to 67.18% of Asian Dynamics International Limited.

Note 3: The controlled corporation is Glamour House Limited, which is accustomed to acting in accordance with Mr. Xie Xuan's instructions who is its sole director, and which is the beneficial owner as to 67.18% of Asian Dynamics International Limited.

Name(s) of company(ies) listed on GEM : N/A
or the Main Board of the Stock Exchange
within the same group as the Company

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 : Room 801, 8/F
Dannies House
20 Luard Road, Wanchai
Hong Kong

Web-site address (if applicable) : www.airnet.com.hk

Share registrar : *Principal share registrar and transfer office*
Butterfield Fulcrum Group (Cayman) Limited
Butterfield House, Fort Street
P.O. Box 705, George Town
Grand Cayman
Cayman Islands

Hong Kong branch share registrar and transfer office
Hong Kong Registrars Limited
46th Floor
Hopewell Centre
183 Queen's Road East

Hong Kong

Auditors : Pan-China (H.K.) CPA Limited
20/F., Hong Kong Trade Centre
161-167, Des Voeux Road
Central
Hong Kong

B. Business activities

The Group is principally engaged in the provision of logistics, content solution services and internet solutions services.

C. Ordinary shares

Number of ordinary shares in issue : 1,082,687,986 shares

Par value of ordinary shares in issue : HK\$0.10

Board lot size (in number of shares) : 2,000

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 :

Share Options

As at 4 July 2011, there are outstanding 71,840,073 share options entitling the holders of the share options to subscribe for 71,840,073 ordinary shares of the Company at the exercise

price of HK\$0.275 per ordinary share. The 71,840,073 share options will expire on 3 October 2011.

Convertible Notes

As at 4 July 2011, there is an outstanding principal amount of HK\$66,017,138.68 of zero-coupon convertible notes due 10 October 2012 with the conversion price of HK\$0.218 per ordinary share which are convertible into a maximum of 302,830,911 ordinary shares of the Company upon full conversion of the convertible notes.

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:

Mr. Xie Xuan

Mr. Qiu Yue

Mr. Lo Mun Lam Raymond

Mr. Andrew James Chandler

Mr. Wu Jixue

Dr. Feng Ke

Mr. Zhang Daorong