

FORMS RELATING TO LISTING

FORM F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name: Sau San Tong Holdings (Cayman Islands) Limited

修身堂控股（開曼群島）有限公司*

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Stock code (ordinary shares): 8200

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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 19 November 2003

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A. General

Place of incorporation : The Cayman Islands

Date of initial listing on GEM : 19 November 2003

Name of Sponsor : South China Capital Limited

Names of Directors: : **Executive Directors:**

Ms. Cheung Yuk Shan, Shirley (張玉珊女士)

Mr. Cheung Ka Heng, Frankie (張嘉恆先生)

Mr. Ho, Francis Man Kwong (何孟剛先生)

Independent non-executive Directors:

Mr. Hong Po Kui, Martin (康寶駒先生)

Mr. Li Kuo Hsing (李國興先生)

Mr. To Kon Hung, Terence (杜幹雄先生)

Mr. Ho Yiu Ming (何耀明先生)

| Name of substantial shareholder and its interest in the ordinary shares and other securities of the Company | Name | Number of shares of HK\$0.01 each in the share capital of the Company (“Shares”) | Approximate percentage of issued shares |
|---|-------------|---|--|
|---|-------------|---|--|

| | | |
|-----------------------------|-------------------------|--------|
| Biochem Investments Limited | 293,200,000 (Note 1) | 55.53% |
|-----------------------------|-------------------------|--------|

Note 1: These Shares are beneficially owned by and registered in the name of Biochem Investments Limited. The entire issued share capital of Biochem Investments Limited is wholly and beneficially owned by Ms. Cheung Yuk Shan, Shirley. Ms. Cheung Yuk Shan, Shirley is the founder of the Group and an executive director of the Company.

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

Financial year end date : 31 March

Registered address : Century Yard
Cricket Square
Hutchins Drive
P.O. Box 2681GT
George Town
Grand Cayman
British West Indies

Head office and principal place of business : *Hong Kong:*

6th Floor
Prestige Tower
Nos. 23-25 Nathan Road
Tsim Sha Tsui
Kowloon
Hong Kong

Web-site address : N/A

Share registrar : Cayman Islands principal share registrar and transfer office:

Bank of Bermuda (Cayman) Limited
36C Bermuda House
British American Centre
Dr. Roy's Drive
George Town
Grand Cayman
Cayman Islands
British West Indies

Hong Kong branch share registrar and transfer office:

Standard Registrars Limited
G/F., Bank of East Asia, Harbour View Centre
56 Gloucester Road
Wanchai, Hong Kong

Auditors : Charles Chan, Ip & Fung CPA Ltd
Certified Public Accountants
37th Floor
Hennessy Centre
500 Hennessy Road
Causeway Bay
Hong Kong

B. Business activities

The Group is principally engaged in the health and beauty business of (i) the sale of a range of health and beauty products; and (ii) the provision of a wide range of health and beauty services with emphasis on weight management at its slimming centers. The health and beauty products are marketed and sold by the Group under the trademarks “修身堂” and “好得” and the Group also offers a range of skin-care and hair-care products under the brand of “Dr. Alan Ong” on a consignment basis at its slimming centres exclusively in Hong Kong. The slimming centres of the Group, which are also operated under the trademark “修身堂”, provide services such as whole and partial body slimming, weight management, body treatment services and facial treatment services to its customers.

C. Ordinary shares

Number of ordinary shares in issue : 528,000,000 shares

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

Board lot size (in number of shares) : 10,000 shares

Name of other stock exchange(s) on which the 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:

Pursuant to the pre-IPO share option scheme adopted by the Company on 4 November 2003 ("**Pre-IPO Share Option Scheme**"), options to subscribe for a total of 105,600,000 shares of HK\$0.01 each in the Company at a subscription price of HK\$0.1 per share have been granted by the Company to two grantees, both of them being the executive directors of the Company. Each of the grantees to whom options has been granted under the Pre-IPO Share Option Scheme will be entitled to exercise the options so granted commencing from date falling on the expiry of 6 months from the date on which the shares of the Company are first listed on GEM ("the Listing Date") and ending on the expiry of 5 years following the Listing Date.

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 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:

Ms. Cheung Yuk Shan, Shirley
Director

Mr. Cheung Ka Heng, Frankie
Director

Mr. Ho, Francis Man Kwong
Director

Mr. Hong Po Kui, Martin
Director

Mr. Li Kuo Hsing
Director

Mr. To Kon Hung, Terence
Director

Mr. Ho Yiu Ming
Director

** For identification purpose*