

**THE STOCK EXCHANGE OF HONG KONG LIMITED**  
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)**APPENDIX 5****FORMS RELATING TO LISTING****FORM F****THE GROWTH ENTERPRISE MARKET (GEM)****COMPANY INFORMATION SHEET**

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**Company name:** IGG Inc

**Stock code (ordinary shares):** 8002

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 2 January 2015.....

**A. General**

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 18 October 2013

Name of Sponsor(s): China Everbright Capital Limited

Names of directors:  
(please distinguish the status of the directors  
- Executive, Non-Executive or Independent  
Non-Executive)  
Zongjian Cai (Executive director)  
Yuan Chi (Executive director)  
Xiaojun Li (Non-executive director)  
Kee Lock Chua (Non-executive director)  
Horn Kee Leong (Independent non-executive director)  
Dajian Yu (Independent non-executive director)  
Zhao Lu (Independent non-executive director)

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  
\_\_\_\_\_

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| <b>Name</b>                                       | <b>Capacity/Nature of interest</b>  | <b>Number of Shares</b>            | <b>Appropriate percentage of shareholding</b> | <b>Number of Underlying Shares</b> | <b>Approximate percentage of shareholding</b> |
|---|---|------------------------------------|---|------------------------------------|---|
| Duke Online Holdings Limited                      | Beneficial owner, interests held jointly with another person                                      | 433,466,657<br><i>(Notes 1, 6)</i> | 31.63%  | 2,906,000<br><i>(Notes 6,7,8)</i>  | 0.21%   |
| Mr. Zongjian Cai                                  | Interest in a controlled corporation, spouse interest, interests held jointly with another person | 433,466,657<br><i>(Notes 1, 6)</i> | 31.63%  | 2,906,000<br><i>(Notes 6,7,8)</i>  | 0.21%   |
| Edmond Online Holdings Limited                    | Beneficial owner, interests held jointly with another person                                      | 433,466,657<br><i>(Notes 2, 6)</i> | 31.63%  | 2,906,000<br><i>(Notes 6,7,8)</i>  | 0.21%   |
| Mr. Yuan Chi                                      | Interest in a controlled corporation, interests held jointly with another person                  | 433,466,657<br><i>(Notes 2, 6)</i> | 31.63%  | 2,906,000<br><i>(Notes 6,7,8)</i>  | 0.21%   |
| Mr. Yuan Xu                                       | Beneficial owner, interests held jointly with another person                                      | 433,466,657<br><i>(Notes 3, 6)</i> | 31.63%  | 2,906,000<br><i>(Notes 6,7,8)</i>  | 0.21%   |
| Mr. Hong Zhang                                    | Beneficial owner, interests held jointly with another person                                      | 433,466,657<br><i>(Notes 4, 6)</i> | 31.63%  | 2,906,000<br><i>(Notes 6,7,8)</i>  | 0.21%   |
| Ms. Kai Chen                                      | Beneficial owner, spouse interest, interests held jointly with another person                     | 433,466,657<br><i>(Notes 5, 6)</i> | 31.63%  | 2,906,000<br><i>(Notes 6,7,8)</i>  | 0.21%   |
| Mr. Zhixiang Chen                                 | Beneficial owner, interests held jointly with another person                                      | 433,466,657<br><i>(Notes 6, 9)</i> | 31.63%  | 2,906,000<br><i>(Notes 6,7,8)</i>  | 0.21%   |
| IDG-Accel China Growth Fund II L.P.               | Beneficial owner  | 175,892,880<br><i>(Note 10)</i>    | 12.83%  | -                                  | -   |
| IDG-Accel China Growth Fund II Associates L.P.    | Interest in a controlled corporation  | 175,892,880<br><i>(Note 10)</i>    | 12.83%  | -                                  | -   |
| IDG-Accel China Growth Fund GP II Associates Ltd. | Interest in a controlled corporation  | 190,277,880<br><i>(Note 10)</i>    | 13.88%  | -                                  | -   |
| Ho Chi Sing                                       | Interest in a controlled corporation  | 190,277,880<br><i>(Note 10)</i>    | 13.88%  | -                                  | -   |
| Zhou Quan   | Interest in a controlled corporation  | 190,277,880<br><i>(Note 10)</i>    | 13.88%  | -                                  | -   |

**Notes:**

- (1) Mr. Zongjian Cai is interested in all the issued share capital of Duke Online Holdings Limited (“Duke Online”) and he is the sole director of Duke Online, therefore, he is deemed to be interested

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in 178,699,027 Shares held by Duke Online under the SFO. Mr. Zongjian Cai is also deemed to be interested in all Shares held by Ms. Kai Chen under the SFO.

- (2) Mr. Yuan Chi is interested in 80% issued share capital of Edmond Online Holdings Limited (“Edmond Online”) and he is the sole director of Edmond Online, therefore he is deemed to be interested in 158,080,000 Shares held by Edmond Online under the SFO.
- (3) Mr. Yuan Xu is the beneficial owner of 36,937,638 Shares.
- (4) Mr. Hong Zhang is the beneficial owner of 11,702,040 Shares.
- (5) Ms. Kai Chen is the beneficial owner of 17,847,952 Shares and she is also deemed to be interested in all Shares held by Mr. Zongjian Cai under the SFO.
- (6) On 16 September 2013, Mr. Zongjian Cai, Mr. Yuan Chi, Duke Online, Edmond Online, Mr. Yuan Xu, Ms. Kai Chen, Mr. Hong Zhang and Mr. Zhixiang Chen entered into an act in concert agreement, pursuant to which each of them agreed that they would act in concert with each other with respect to material matters relating to the Company’s operation. Mr. Zongjian Cai, Mr. Yuan Chi, Duke Online, Edmond Online, Mr. Yuan Xu, Ms. Kai Chen, Mr. Hong Zhang and Mr. Zhixiang Chen expect that the material matters will cover, among other things, the matters which shall be approved at the annual general meeting, declaration of dividends, business plan, notifiable transactions and connected transactions subject to Shareholders’ approval, if any.
- (7) Mr. Zongjian Cai is deemed to be interested in the 291,000 Shares which may be issued to him upon the exercise of the share options granted to him on 25 March 2014 under the Share Option Scheme. Mr. Yuan Chi is deemed to be interested in the 135,000 Shares which may be issued to him upon the exercise of the share options granted to him on 25 March 2014 under the Share Option Scheme. Mr. Yuan Xu is deemed to be interested in the 213,000 Shares which may be issued to him upon the exercise of the share options granted to him on 25 March 2014 under the Share Option Scheme. Mr. Hong Zhang is deemed to be interested in the 168,000 Shares which may be issued to him upon the exercise of the share options granted to him on 25 March 2014 under the Share Option Scheme.
- (8) Mr. Zongjian Cai is deemed to be interested in the 757,000 Shares which may be issued to him upon the exercise of the share options granted to him on 11 August 2014 under the Share Option Scheme. Mr. Yuan Chi is deemed to be interested in the 351,000 Shares which may be issued to him upon the exercise of the share options granted to him on 11 August 2014 under the Share Option Scheme. Mr. Yuan Xu is deemed to be interested in the 554,000 Shares which may be issued to him upon the exercise of the share options granted to him on 11 August 2014 under the Share Option Scheme. Mr. Hong Zhang is deemed to be interested in the 437,000 Shares which may be issued to him upon the exercise of the share options granted to him on 11 August 2014 under the Share Option Scheme.
- (9) Mr. Zhixiang Chen is the beneficial owner of 30,200,000 Shares.
- (10) IDG-Accel China Growth Fund II L.P., holds 175,892,880 Shares and IDG-Accel China Investors II L.P., holds 14,385,000 Shares. Each of them is a limited partnership and is managed by its general partner, who has the full and exclusive power and authority to manage and control the fund and its business. Each of them also consists of limited partner or limited partners who merely play the passive function of injecting capital into the fund and have no voting or management right. The funds mainly engage in equity investment in portfolios with China-related business and operations.

IDG-Accel China Growth Fund II L.P. is controlled by its general partner, namely, IDG-Accel China Growth Fund II Associates L.P., which is, in turn, controlled by its general partner, namely, IDG-Accel China Growth Fund GP II Associates Ltd. Therefore, each of IDG-Accel China Growth Fund II Associates L.P. and IDG-Accel China Growth Fund GP II Associates Ltd. is deemed to be interested in all Shares held by IDG-Accel China Growth Fund II L.P. under the SFO.

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IDG-Accel China Investors II. L.P. is controlled by its general partner, IDG-Accel China Growth Fund GP II Associates Ltd. Therefore, IDG-Accel China Growth Fund GP II Associates Ltd. is deemed to be interested in all Shares held by IDG-Accel China Investors II. L.P. under the SFO.

Each of Ho Chi Sing and Zhou Quan is the controlling shareholder of IDG-Accel China Growth Fund GP II Associates Ltd. and therefore deemed to be interested in all Shares held by IDG-Accel China Growth Fund GP II Associates Ltd. 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: | N/A   |
| Financial year end date:  | 31 December   |
| Registered address:   | Offshore Incorporations (Cayman) Limited<br>Floor 4, Willow House, Cricket Square<br>P.O. Box 2804, Grand Cayman, KY1-1112<br>Cayman Islands  |
| Head office and principal place of business:  | 10 Jalan Kilang, #07-03, Sime Darby Enterprise Centre, Singapore 159410   |
| Principal place of business in Hong Kong:   | 18/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong  |
| Web-site address (if applicable):   | www.igg.com   |
| Share registrar:  | Principal Registrars<br>Royal Bank of Canada Trust Company (Cayman) Limited<br>4 <sup>th</sup> Floor, Royal Bank House<br>24 Shedden Road, George Town<br>Grand Cayman KY1-1110<br>Cayman Islands<br><br>Hong Kong Branch Share Registrars<br>Computershare Hong Kong Investor Services Limited<br>Shops 1712-1716, 17 <sup>th</sup> Floor, Hopewell Centre<br>183 Queen's Road East, Wan Chai<br>Hong Kong |
| Auditors:   | Ernst & Young<br>Certified Public Accountants<br>22nd Floor CITIC Tower<br>1 Tim Mei Avenue, Central<br>Hong Kong   |

**B. Business activities**

The Group is a fast-growing global online games developer and operator with headquarters in Singapore and regional offices in the United States, China, Canada and the Philippines.

**C. Ordinary shares**

|  |               |
|--|---------------|
| Number of ordinary shares in issue:    | 1,370,485,599 |
| Par value of ordinary shares in issue: | US\$0.0000025 |
| Board lot size (in number of shares):  | 1,000 Shares  |

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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:  
*(Not applicable if the warrant is denominated in dollar value of conversion right)* N/A

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).*

*(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).*

Pre-IPO Share Option: a total number of 73,554,500 Shares may be issued upon the exercise of all options granted under the Pre-IPO Share Option Scheme.

Share Award Scheme: a total number of 2,630,152 awarded shares have been granted to the relevant eligible persons under the Share Award Scheme.

Post-IPO Share Option: a total number of 11,674,500 Shares may be issued upon the exercise of all options granted under the Share Option Scheme.

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

N/A

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**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:

Zongjian Cai

For and on behalf of the Board

**NOTES**

- (1) *This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.*
- (2) *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, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.*
- (3) *Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.*