

FORMS RELATING TO LISTING

FORM F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name : China Railway Logistics Limited

Stock code (ordinary shares) : 8089

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 7 January 2010.

A. General

Place of incorporation : Bermuda

Date of initial listing on GEM : 18th May 2000

Name of Sponsor(s) : N/A

Names of directors:

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

: *Executive Directors:*
Yeung Sau Han Agnes
Chan Shui Sheung Ivy

Independent Non-Executive Directors:
Yuen Wai Man
Lam Ka Wai Graham
Wang Chin Mong

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 :

| <i>Shareholder</i> | <i>No. of Share</i> | <i>Percentage of issued share capital</i> | <i>No. of Share Options</i> |
|------------------------|------------------------|---|---------------------------------|
| PME Group Limited | 80,254,000 (Note 1) | 14.23% | Nil |
| Sunbright Asia Limited | 71,000,000 (Note 1) | 12.59% | Nil |

Notes:

1. PME Group Limited through its various controlled corporations is interested in an aggregate of 80,254,000 shares of the Company.
 - a) 71,000,000 shares are directly held by Sunbright Asia Limited, by virtue of CR Investment Group Limited's 100% interest in both Sunbright Asia Limited and PME Group Limited's 100% interest in CR Investment Group Limited; and
 - b) 9,254,000 shares are directly held by Betterment Enterprises Limited, by virtue of Richcom Group Limited's 99.49% interest in Betterment Enterprises Limited, CR Investment Group Limited's 100% interest in Richcom Group Limited and PME Group Limited's 100% interest in CR Investment Group Limited.

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

Nil

Financial year end date :

31st December

Registered address :

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal
place of business :

Units A-B, 16th Floor, China Overseas Building,
No. 139 Hennessy Road, Wanchai, Hong Kong

Web-site address (if applicable) :

www.chinarailwaylogistics.com

Share registrar :

Principal share registrar:
Butterfield Fulcrum Group (Bermuda) Limited
Rosebank Centre
11 Bermudiana Road
Pembroke HM08
Bermuda

Hong Kong branch share registrar:
Union Registrars Limited
18/F, Fook Lee Commercial Centre,
Town Place, 33 Lockhart Road
Wanchai, Hong Kong

Auditors : SHINEWING (HK) CPA Limited
16/F., United Centre
95 Queensway, Hong Kong

B. Business activities

The Company and its subsidiaries are principally engaged in investment holding, design, development and sale of value-added telecommunication products, computer telephony products and implementation of structural information integration and analysis systems.

C. Ordinary shares

Number of ordinary shares in issue : 563,814,000 shares
Par value of ordinary shares in issue : HK\$0.001 per share
Board lot size (in number of shares) : 2,000 shares
Name of other stock exchange(s) on which ordinary shares are also listed : Nil

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

(a) Share options:

| Name or category of Participant | Date of grant | Exercise price HK\$ | Exercisable period | Outstanding as at the Latest Practicable Date |
|--|----------------------|----------------------------|---------------------------|--|
| Employees | | | | |
| In aggregate | 03/04/2007 | 7.35 | 03/04/2007 – 02/04/2017 | 2,200,000 |
| Total | | | | <u>2,200,000</u> |

(b) Non-Listed Warrants

| <i>No. of warrants outstanding</i> | <i>Exercise price per warrant</i> | <i>Exercisable period</i> |
|------------------------------------|---------------------------------------|--------------------------------------|
| 110,000,000 | HK\$0.80 | 20 November 2009 to 19 November 2012 |

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:

Yeung Sau Han Agnes

Chan Shui Sheung Ivy

Yuen Wai Man

Lam Ka Wai Graham

Wang Chin Mong