

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

REGULATORY FORMS
FORMS RELATING TO LISTING
FORM G
GEM
COMPANY INFORMATION SHEET

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Company name: Grace Wine Holdings Limited (怡園酒業控股有限公司)

Stock code (ordinary shares): 8146

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 Exchange's 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 24 February 2026

A. General

Place of incorporation: The Cayman Islands

Date of initial listing on GEM: 27 June 2018

Name of Sponsor(s): Southwest Securities (HK) Capital Limited

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Names of directors:

*(please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive)***Executive Director**Liu Yunqiang
Judy Chan
Xiong Xia
Zhao Mingjun**Non-executive Directors**Cheung Chai Hong
Zhao Guodong**Independent Non-executive Directors**Leung Ming Shu
Wang Renrong
Xu YanName(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 shareholder	Capacity / Nature of interest	Number of ordinary shares held	Approximate percentage
Hill Valley Investment Co Ltd ¹	Beneficial interest	590,570,010	72.64%
Yang Lingjiang ¹	Interest in controlled corporation	590,570,010	72.64%
Qu Lin ¹	Interest of spouse	590,570,010	72.64%
Ms. Judy Chan ^{2,3}	Interest in controlled corporation	287,945,000	35.42%
	Beneficial interest	8,000,000	0.98%
Macmillan Equity Limited ²	Security interest in shares	287,945,000	35.42%
Palgrave Enterprises Limited ⁴	Security interest in shares	121,226,000	14.91%
Ms. Wong Shu Ying ^{4,5}	Interest in controlled corporation	121,226,000	14.91%
	Security interest in shares	3,465,000	0.43%
Mr. Chan Chun Keung ⁶	Interest of spouse	124,691,000	15.34%
Mr. Ting Tan Ming	Beneficial interest	46,190,000	5.68%

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Notes:

1. Hill Valley Investment Co Ltd ("**Hill Valley**") is directly and wholly owned by Mr. Yang Lingjiang ("**Mr. Yang**"). Ms. Qu Lin ("**Ms. Qu**") is the spouse of Mr. Yang. Accordingly, Mr. Yang and Ms. Qu are deemed to be interested in the 590,570,010 Shares beneficially held by Hill Valley by virtue of the Securities and Futures Ordinance ("**SFO**").
2. Macmillan Equity Limited ("**Macmillan**") is wholly-owned by Ms. Judy Chan ("**Ms. Chan**"). By virtue of the SFO, Ms. Chan is deemed to be interested in 287,945,000 Shares charged by Hill Valley in favour of Macmillan pursuant to the deed of share charge dated 10 December 2025.
3. On 16 February 2026, 8,000,000 Shares were issued and allotted to Ms. Chan following her exercise of the 8,000,000 share options granted to her pursuant to the Company's share option scheme adopted on 1 June 2018.
4. Palgrave Enterprises Limited ("**Palgrave**") is wholly-owned by Ms. Wong Shu Ying ("**Ms. Wong**"). By virtue of the SFO, Ms. Wong is deemed to be interested in the 121,226,000 Shares charged by Hill Valley in favour of Palgrave pursuant to the deed of share charge dated 10 December 2025.
5. Hill Valley has charged 3,465,000 Shares in favour of Ms. Wong pursuant to the deed of share charge dated 10 December 2025.
6. Mr. Chan Chun Keung, the spouse of Ms. Wong, is deemed to be interested in 124,691,000 Shares in which Ms. Wong is interested by virtue of 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: Nil

Financial year end date:

31 December

Registered address:

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

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

Head office and principal place of business:

Hong Kong
Unit 2304, 23/F
Westlands Centre
20 Westlands Road
Quarry Bay, Hong Kong

People's Republic of China
Dongjia Village, Rencun Town
Taigu County, Jinzhong City
Shanxi Province
People's Republic of China

Web-site address (if applicable):

www.gracewine.com.hk

Share registrar:

Cayman Islands Principal Share Registrar
Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Hong Kong Branch Share Registrar
Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

Auditors:

Ernst & Young
Certified Public Accountants
Registered Public Interest Entity Auditor
27/F, One Taikoo Place
979 King's Road
Quarry Bay
Hong Kong

B. Business activities

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

The group is a wine maker based in Shanxi, the People's Republic of China.

C. Ordinary shares

Number of ordinary shares in issue: 813,000,000

Par value of ordinary shares in issue: HK\$0.001 per Share

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

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Name of other stock exchange(s) N/A
 on which ordinary shares are also
 listed: _____

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).

(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.

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Submitted by: Liu Yunqiang
(Name)

Title: Director
(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 Exchange's website a revised information sheet as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.