

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
GEM
COMPANY INFORMATION SHEET

Case Number: _____

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

Company name: TIMELESS SOFTWARE LIMITED 天時軟件有限公司

Stock code (ordinary shares): 8028

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 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 31 August 2021.....

A. General

Place of incorporation: Hong Kong

Date of initial listing on GEM: 25 November 1999

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:
 Mr. Felipe Tan
 Mr. Lam Kai Ling Vincent
 Mr. Ronald Tan

Independent non-executive Directors:
 Ms. Chan Choi Ling
 Mr. Lam Kwai Yan
 Ms. Tsang Wai Chun Marianna

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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	<u>Name</u>	<u>Nature of interests</u>	<u>Number of shares or underlying shares held</u>	<u>Approximate percentage of the total issued shares</u>
	Mr. Felipe Tan ("Mr. Tan")	Interest of a controlled corporation (Note)	678,074,400	24.11%
		Beneficial owner	161,128,000	5.72%
	Starmax Holdings Limited ("Starmax")	Beneficial owner (Note)	678,074,400	24.11%

Note: Mr. Tan is the sole beneficial owner of Starmax. By virtue of the Securities and Futures Ordinance, Mr. Tan is deemed to be interested in all the shares of the Company held by Starmax.

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 March
Registered address:	Room 2208, 118 Connaught Road West, Hong Kong
Head office and principal place of business:	Room 2208, 118 Connaught Road West, Hong Kong
Web-site address (if applicable):	www.timeless.com.hk
Share registrar:	Computershare Hong Kong Investor Services Limited
Auditors:	HLB Hodgson Impey Cheng Limited

B. Business activities

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

The Company and its subsidiaries (the "Group") are principally engaged in (i) exploration and exploitation of mines; and (ii) research, development and sale agency of bio and nano materials products as well as investments in startup fund, software maintenance and development services. In addition, the Group has investment in various projects including e-sports tournament services, nano applications as well as smart farming solutions and services.

C. Ordinary shares

Number of ordinary shares in issue:	2,812,881,803
Par value of ordinary shares in issue:	N/A
Board lot size (in number of shares):	20,000
Name of other stock exchange(s) on which ordinary shares are also listed:	N/A

D. Warrants

Stock code:	N/A
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Board lot size:	<u>N/A</u>
Expiry date:	<u>N/A</u>
Exercise price:	<u>N/A</u>
Conversion ratio: (Not applicable if the warrant is denominated in dollar value of conversion right)	<u>N/A</u>
No. of warrants outstanding:	<u>N/A</u>
No. of shares falling to be issued upon the exercise of outstanding warrants:	<u>N/A</u>

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).

Under the share option schemes adopted by the Company, options were granted on 20 November 2012, 3 October 2013, 17 February 2014 and 2 March 2017 entitling the holders thereof to subscribe for up to a total of 36,368,650 shares of the Company at exercise prices ranged from HK\$0.1080 to HK\$0.1435 per share.

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.

Submitted by: Ko Yuen Kwan
(Name)

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