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Computech Holdings Limited

駿科網絡訊息有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8081)

TRANSFER OF EXISTING SHARES BY THE CONTROLLING SHAREHOLDER

The Board was informed that on 28 June 2005, Aplus, being the controlling shareholder of the Company, has transferred 242,400,000 Shares, representing 50.5% of the existing issued share capital of the Company, to CLIH.

Both Aplus and CLIH are controlled by Mr. Fung, Mr. Lo and Mr. Yap, who are acting in concert with each other. The Transfer is an internal arrangement among companies controlled by Mr. Fung, Mr. Lo and Mr. Yap and does not have any impact on the Group's management and operation whatsoever.

A waiver from the general offer obligation that may otherwise arise as a result of the Transfer, pursuant to Note 6(a) to Rule 26.1 of the Takeovers Code, has been granted by SFC on 23 June 2005.

This announcement is made pursuant to Rule 17.10 of the Rules governing the Listing of Securities on Growth Enterprise Market of the Stock Exchange ("GEM Listing Rules"). The board of directors (the "Board") of Computech Holdings Limited (the "Company") was informed that on 28 June 2005, Aplus Worldwide Limited ("Aplus"), being the controlling shareholder of the Company, has transferred 242,400,000 shares of the Company ("Shares"), representing 50.5% of the existing issued share capital of the Company to CL International Holdings Limited ("CLIH") (the "Transfer").

* For identification purpose only

Both Aplus and CLIH are controlled by Mr. Fung Pak Chuen, Alphonso (“Mr. Fung”), Mr. Lo, Richard (“Mr. Lo”) and Mr. Yap Fat Suan, Henry (“Mr. Yap”), who are acting in concert with each other.

The following is a summary of the shareholding structure of the Company before and immediately after the Transfer:

	Existing number of Shares and approximate % held before the Transfer	Number of Shares and approximate % held immediately after the Transfer
Aplus (<i>Note 1</i>)	320,124,011 (66.7%)	77,724,011 (16.2%)
CLIH (<i>Note 2</i>)	Nil	242,400,000 (50.5%)
Hitachi, Limited	60,000,000 (12.5%)	60,000,000 (12.5%)
Public	99,875,989 (20.8%)	99,875,989 (20.8%)
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Total	480,000,000 (100%)	480,000,000 (100%)

Notes:

1. Aplus is owned as to 16% by Mr. Yap and as to 84% indirectly by Mr. Fung and Mr. Lo via Win Plus Group Limited, which is in turn wholly-owned by Gumpton Investments Limited (“Gumpton”). Gumpton is an investment holding company and is beneficially held by the family trusts of Mr. Fung and Mr. Lo on an equal (50:50) basis.
2. CLIH is owned as to approximately 62.6% indirectly by Mr. Fung, Mr. Lo and Mr. Yap. The remaining interest of approximately 37.4% is owned by 38 shareholders, principally the existing management and staff of CLIH.

The Transfer is an internal arrangement among companies controlled by Mr. Fung, Mr. Lo and Mr. Yap and does not have any impact on the management and operation of the Company and its subsidiaries (collectively the “Group”) whatsoever.

A waiver from the general offer obligation that may otherwise arise as a result of the Transfer, pursuant to Note 6(a) to Rule 26.1 of The Codes on Takeovers and Mergers and Share Repurchases (the “Takeovers Code”), has been granted by Securities and Futures Commission (the “SFC”) on 23 June 2005.

By order of the Board
CompuTech Holdings Limited
Fung Pak Chuen, Alphonso
Chairman

Hong Kong, 29 June 2005

As at the date of this announcement, the executive Directors are Mr. Fung Pak Chuen, Alphonso and Mr. Lo, Richard. The non-executive Director is Mr. Kaneda Yukitaka and the independent non-executive Directors are Mr. Lee Sai Yeung, Mr. Chung Kong Fei, Stephen and Mr. Ng Chik Sum, Jackson.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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