Computech Holdings Limited
駿科網絡訊息有限公司*

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8081)

FINAL RESULTS ANNOUNCEMENT
FOR THE YEAR ENDED 31ST DECEMBER 2005

CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET ("GEM") OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE "STOCK EXCHANGE")

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The Stock Exchange takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of this announcement. This announcement, for which the directors (the "Directors") of Computech Holdings Limited (the "Company") collectively and individually accept responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (the "GEM Listing Rules") of The Stock Exchange 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 ommission 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.

* *For identification purpose only*

AUDITED CONSOLIDATED RESULTS

The board (the "Board") of directors (the "Directors") is pleased to announce the audited consolidated results of the Company and its subsidiaries (together the "Group") for the year ended 31st December 2005 together with the comparative audited consolidated results for the year ended 31st December 2004 as follows:

	Note	**2005**	2004
		HK$'000	*HK$'000*
Turnover	2	**82,690**	43,240
Cost of sales		**(60,456)**	(32,959)
Gross profit		**22,234**	10,281
Other income		**160**	235
Impairment loss of development costs		**–**	(862)
Bad debts		**–**	(8,992)
Selling and distribution expenses		**(1,515)**	(498)
Administrative expenses		**(18,837)**	(11,774)
Operating profit/(loss)		**2,042**	(11,610)
Finance costs		**(3)**	(10)
Gain on disposal of subsidiaries		**9,767**	–
Share of profits less losses of associates		**680**	–
Profit/(loss) before income tax	3	**12,486**	(11,620)
Income tax expense	4	**(451)**	(221)
Profit/(loss) for the year		**12,035**	(11,841)
Profit/(loss) for the year attributable to			
– Continuing operations		**2,211**	(2,213)
– Discontinued operations	8(a)	**9,824**	(9,628)
		12,035	(11,841)
Earnings/(loss) per share – Basic *(HK cents)*	5	**2.86**	(4.06)

CONSOLIDATED BALANCE SHEET

AT 31ST DECEMBER 2005

	Note	**2005** **HK$'000**	2004 HK$'000
NON-CURRENT ASSETS			
Fixed assets		**853**	99
Interests in associates		**1,249**	–
		2,102	99
CURRENT ASSETS			
Inventories		**2,825**	2,854
Debtors, deposits and prepayments	6	**9,324**	5,595
Amount due from the ultimate holding company		**12**	–
Amounts due from related companies		**27**	–
Amounts due from fellow subsidiaries		**27**	–
Cash and bank balances		**6,620**	5,337
		18,835	13,786
DEDUCT:			
CURRENT LIABILITIES			
Secured bank loan		**–**	91
Creditors, accruals and deposits	7	**6,851**	15,793
Value-added tax payable		**–**	799
Income tax payable		**146**	219
Amounts due to related companies		**–**	6,339
Amounts due to fellow subsidiaries		**7,077**	–
		14,074	23,241
NET CURRENT ASSETS/(LIABILITIES)		**4,761**	(9,455)
TOTAL ASSETS LESS CURRENT LIABILITIES		**6,863**	(9,356)
NON-CURRENT LIABILITY			
Loans from directors		**(2,256)**	(2,256)
NET ASSETS/(LIABILITIES)		**4,607**	(11,612)
REPRESENTING:			
SHARE CAPITAL		**4,800**	24,000
RESERVES		**(193)**	(35,612)
SHAREHOLDERS' FUNDS/ (CAPITAL DEFICIENCY)		**4,607**	(11,612)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST DECEMBER 2005

	Share capital *HK$'000*	Share premium *HK$'000*	Exchange reserve *HK$'000*	Accumulated losses *HK$'000*	Total *HK$'000*
At 1.1.2004	24,000	19,030	100	(42,901)	229
Loss for the year	–	–	–	(11,841)	(11,841)
At 31.12.2004 and 1.1.2005	24,000	19,030	100	(54,742)	(11,612)
Capital reduction	(21,600)	(19,030)	–	40,630	–
Rights issue of shares	2,400	2,400	–	–	4,800
Share issuing expenses	–	(520)	–	–	(520)
Elimination of exchange reserve upon disposal of a PRC subsidiary	–	–	(100)	–	(100)
Exchange reserve arising on establishment of a PRC subsidiary	–	–	4	–	4
Profit for the year	–	–	–	12,035	12,035
At 31.12.2005	**4,800**	**1,880**	**4**	**(2,077)**	**4,607**

Notes:

1. BASIS OF PREPARATION

These financial statements have been prepared in accordance with accounting principles generally accepted in Hong Kong and comply with Hong Kong Financial Reporting Standards ("HKFRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), which also includes Hong Kong Accounting Standards ("HKAS") and Interpretations approved by the HKICPA, and are prepared under the historical cost convention.

In the year under review, the Group adopted the new HKFRS below, which are relevant to its operations.

HKFRS 3	Business Combinations
HKFRS 5	Non-current Assets Held for Sale and Discontinued Operations
HKAS 1	Presentation of Financial Statements
HKAS 2	Inventories
HKAS 7	Cash Flow Statements
HKAS 8	Accounting Policies, Changes in Accounting Estimates and Errors
HKAS 10	Events after the Balance Sheet Date
HKAS 12	Income Taxes
HKAS 14	Segment Reporting
HKAS 16	Property, Plant and Equipment
HKAS 17	Leases
HKAS 18	Revenue
HKAS 19	Employee Benefits
HKAS 21	The Effects of Changes in Foreign Exchange Rates
HKAS 23	Borrowing Costs
HKAS 24	Related Party Disclosures
HKAS 27	Consolidated and Separate Financial Statements
HKAS 28	Investments in Associates
HKAS 32	Financial Instruments: Disclosures and Presentation
HKAS 33	Earnings Per Share
HKAS 36	Impairment of Assets
HKAS 37	Provisions, Contingent Liabilities and Contingent Assets
HKAS 39	Financial Instruments: Recognition and Measurement

The adoption of the above new HKFRS has the following impact on the Group's accounting policies:–

(i) HKFRS 3 does not have any impact as the new standard does not affect the Group.

(ii) HKFRS 5 and HKAS 1, 24, 32 and 39 affect certain presentation and disclosure of the financial statements.

(iii) HKAS 2, 7, 8, 10, 12, 14, 16, 17, 18, 19, 21, 23, 27, 28, 33, 36 and 37 do not have any impact as the Group's accounting policies already comply with those standards.

2. TURNOVER AND REVENUE

Turnover represents the net invoiced value of goods sold and related computer services rendered. An analysis of the Group's turnover and other revenue is as follows:–

	2005	2004
	HK$'000	*HK$'000*
Provision of IT services	**50,217**	15,342
Provision of supply chain solutions	**31,601**	10,892
Sales of packaged software products and related services	**872**	2,422
System integration	**–**	8,762
Others	**–**	5,822
Turnover	**82,690**	43,240
Interest income	**12**	–
Total revenue	**82,702**	43,240

3. PROFIT/(LOSS) BEFORE INCOME TAX

	2005	2004
	HK$'000	*HK$'000*
Profit/(loss) before income tax is arrived at after charging/(crediting):–		
Cost of inventories expensed	**26,545**	20,211
Amortisation of development costs	**–**	1,034
Minimum lease payments paid under operating leases	**1,857**	1,025
Auditors' remuneration	**249**	244
Depreciation	**259**	133
Directors' remuneration	**2,504**	763
Other staff salaries and benefits	**30,797**	5,910
Retirement scheme contributions	**546**	150
Interest on bank and other loans wholly repayable within five years	**3**	10
Exchange loss/(gain)	**38**	(18)

4. INCOME TAX EXPENSE

	2005	2004
	HK$'000	*HK$'000*
Current tax		
The Company and subsidiaries	**332**	221
Share of income tax expense of associates	**119**	–
	451	221

Provision for Hong Kong profits tax at 17.5% on the estimated assessable profits for the year. Overseas tax is accelerated at the relevant tax rate.

(a) The income tax expense for the year can be reconciled to the profit/(loss) per income statement as follows:–

	2005	2004
	HK$'000	*HK$'000*
Profit/(loss) before income tax	**12,486**	(11,620)
Tax effect at Hong Kong profits tax rate at 17.5%	**2,185**	(2,033)
PRC and Hong Kong tax rates differential	**54**	154
Tax effect of income that is not taxable	**(1,837)**	(305)
Tax effect of expenses that are not deductible	**167**	362
Tax effect of waiver of intra-group balance that is taxable in subsidiary level but eliminated and not taxable in group level	**–**	5,000
Tax effect of unrecognised (accelerated)/decelerated depreciation allowances	**(115)**	125
Utilisation of tax loss not previously recognised	**(4)**	(3,082)
Tax effect of tax loss not recognised	**1**	–
Income tax expense	**451**	221

(b) The components of unrecognised deductible/(taxable) temporary differences are as follows:–

	2005	2004
	HK$'000	*HK$'000*
Deductible/(taxable) temporary differences *(Note 4(b)(i))*		
Unutilised tax losses *(Note 4(b)(ii))*	**2**	36,472
(Accelerated)/decelerated depreciation allowances	**(667)**	1,121
Net deductible/(taxable) temporary differences	**(665)**	37,593

(i) Net taxable temporary difference has not been recognised owing to immateriality.

Deductible temporary differences have not been recognised owing to the absence of objective evidence in respect of the availability of sufficient taxable profits that are expected to arise to offset against the deductible temporary differences.

(ii) The unutilised tax losses accumulated in the PRC subsidiary amounted to approximately HK$Nil (2004: HK$15,060,000) would expire in five years from the respective year of loss. The unutilised tax losses accumulated in the Hong Kong subsidiaries amounted to HK$2,000 (2004: HK$21,412,000) can be carried forward indefinitely.

5. EARNING/(LOSS) PER SHARE

The calculation of basic earnings/(loss) per share for the year is based on the following data:–

	2005	2004
	HK$'000	*HK$'000*
Earnings/(loss)		
Profit/(loss) for the year used in the calculation of basic earnings/(loss) per share	**12,035**	(11,841)
Shares		(Restated)
Weighted average number of shares in issue for the purpose of calculation of basic earnings/(loss) per share	**421,208,703**	291,764,706

The Company completed a rights issue exercise in May 2005 on the basis of one rights share for every one ordinary share held at an issue price of HK$0.02 per rights share. Accordingly, the comparative figures was re-calculated based on the adjusted weighted average number of 291,764,706 shares to reflect the effect of the rights issue to the loss per share for the year ended 31st December 2004.

6. DEBTORS, DEPOSITS AND PREPAYMENTS

	2005	2004
	HK$'000	*HK$'000*
Debtors, deposits and prepayments comprise:		
Trade debtors	**8,302**	4,538
Other debtors, deposits and prepayments	**1,022**	1,057
	9,324	5,595

The credit terms given to the customers vary and are generally based on the financial strengths of individual customers. In order to effectively manage the credit risks associate with trade debtors, credit evaluations of customers are performed periodically. The following is an aging analysis of trade debtors.

	2005	2004
	HK$'000	*HK$'000*
0 – 3 months	**7,970**	4,504
4 – 6 months	**269**	12
7 – 12 months	**63**	22
	8,302	4,538

7. CREDITORS, ACCRUALS AND DEPOSITS

	2005	2004
	HK$'000	*HK$'000*
Creditors, accruals and deposits comprise:		
Trade creditors	**1,414**	7,196
Other creditors, accruals and deposits	**3,459**	6,757
Deferred revenue	**1,978**	1,840
	6,851	15,793

The following is an aging analysis of trade creditors:

	2005	2004
	HK$'000	*HK$'000*
0 – 6 months	**1,414**	3,573
7 – 12 months	**–**	116
Over 12 months	**–**	3,507
	1,414	7,196

8. SEGMENT REPORTING

Segment information is presented by way of two segment formats: (a) on a primary segment reporting basis, by business segment; and (b) on a secondary segment reporting basis, by geographical segment.

(a) Business segments

The Group principally operates in three business segments: (i) provision of IT services, (ii) supply chain solutions, (iii) sales of bank packaged software products (note 8(a)(i)).

	IT services		Supply chain solutions		Bank packaged software products		Unallocated items		Consolidated	
	2005	2004	**2005**	2004	**2005**	2004	**2005**	2004	**2005**	2004
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
Revenue from external customers	**50,217**	15,342	**31,601**	10,892	**872**	17,006	**–**	–	**82,600**	43,240
RESULTS										
Segment results	**1,463**	813	**1,165**	448	**60**	(9,618)	**(658)**	(3,253)	**2,030**	(11,610)
Interest income	**1**	–	**3**	–	**–**	–	**8**	–	**12**	–
Finance costs	**–**	–	**–**	–	**(3)**	(10)	**–**	–	**(3)**	(10)
Gain on disposal of subsidiaries	**–**	–	**–**	–	**9,767**	–	**–**	–	**9,767**	–
Share of profits less losses of associates	**–**	–	**686**	–	**–**	–	**(6)**	–	**680**	–
Profit/(loss) before income tax	**1,464**	813	**1,854**	448	**9,824**	(9,628)	**(656)**	(3,253)	**12,486**	(11,620)
Income tax expense	**(131)**	(142)	**(316)**	(79)	**–**	–	**(4)**	–	**(451)**	(221)
Profit/(loss) attributable to shareholders	**1,333**	671	**1,538**	369	**9,824**	(9,628)	**(660)**	(3,253)	**12,035**	(11,841)
SEGMENT ASSETS										
Segment assets	**4,320**	5,997	**8,788**	6,116	**–**	1,433	**7,829**	339	**20,937**	13,885
SEGMENT LIABILITIES										
Segment liabilities	**(1,876)**	(5,340)	**(9,012)**	(6,230)	**–**	(11,421)	**(5,442)**	(2,506)	**(16,330)**	(25,497)
OTHER INFORMATION										
Depreciation and amortisation	**179**	–	**15**	–	**65**	1,167	**–**	–	**259**	1,167
Impairment loss on development costs	**–**	–	**–**	–	**–**	862	**–**	–	**–**	862
Bad debts	**–**	–	**–**	–	**–**	8,992	**–**	–	**–**	8,992
Capital expenditure incurred during the year	**924**	8	**111**	4	**–**	–	**–**	–	**1,035**	12

(i) The business segment - sales of bank packaged software products has been disposed of in July 2005 and is regarded as discontinued operations.

(ii) Unallocated results include other income and administrative expenses incurred by the Company and certain non-operating subsidiaries.

Unallocated assets consist of deposits and prepayments and cash and bank balances of the Company and certain non-operating subsidiaries.

Unallocated liabilities represent accruals and loans from directors owed by the Company and certain non-operating subsidiaries.

(b) Geographical segments

The Group's business can be subdivided into the Hong Kong and PRC markets.

The Group's geographical segments are classified according to the location of the customers as the reporting format because this is considered by management to be more relevant to the Group in making operating and financial decisions. No separate disclosure of the Group's geographical segments according to the location of assets has been made as there is no material difference between the Group's geographical segments classified by location of customers or by location of assets.

Management considers that all items in the consolidated income statement and assets included in the consolidated balance sheet can be reasonably allocated to each geographical segment.

The following table presents revenue, segment assets and capital expenditure incurred for the Group's geographical segments.

	Hong Kong		**PRC**		**Consolidated**	
	2005	2004	**2005**	2004	**2005**	2004
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
Revenue from external customers	**79,786**	26,234	**2,904**	17,006	**82,690**	43,240
Segment assets	**19,466**	12,482	**1,471**	1,403	**20,937**	13,885
Capital expenditure incurred during the year	**883**	12	**152**	–	**1,035**	12

9. FINAL DIVIDEND

The Board does not recommend the payment of a final dividend for the year ended 31st December 2005 (2004: Nil).

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review

After implementation of a series of business reengineering process during the year under review, the Group recorded significant improvement both in terms of financial results and financial position.

In January 2005, the Group undertook a capital reorganization exercise which involved reducing the nominal value of all issued and unissued shares of the Company from HK$0.10 each to HK$0.01 each and to apply the credit arising from the capital reduction and cancellation of the share premium account to set off in full the accumulated losses of the Company. Although the capital reorganization has no effect on the underlying assets or financial position of the Company, it will provide greater flexibility to the Company in pricing the securities of the Company in future capital raising exercises. Moreover, it will also facilitate the declaration of dividends by the Company if the Company records distributable profits in the future.

The Company completed a rights issue exercise on the basis of one rights share for every one ordinary share held at an issue price of HK$0.02 per rights share in May 2005. The net proceeds of the rights issue amounted to approximately HK$4.3 million are being used for general working capital purpose. The rights issue did not only enhance the financial position of the Group, but also allowed the existing shareholders to maintain their respective pro rata shareholdings in the Company.

The Company disposed of two subsidiaries which were engaged in the provision of bank packaged software products and services in the PRC during the year under review. The severe competition in the packaged software products catering to the financial industry in the PRC resulted in significant losses in the subsidiaries being disposed in the past few years. We did not foresee any positive change in business environment for the packaged software in the financial industry in the PRC and decided to phase out its operation in this area so that the Group can focus its resources on the business lines in IT services and supply chain solutions. The disposal is part of the Group's business reengineering process with a view to enhance its competitiveness and financial performance.

In August 2005, the Company established a joint-venture company, namely Automated Logistics Solutions Limited, with the Titron Group in Hong Kong to promote and support the warehousing and logistics management software package for 3M of the US. The joint-venture company will not only promote and provide software and implementation services to end-users, but will also offer system customization services to 3M via its software development center in Guangzhou, the PRC. This signifies the Group's first step towards international IT outsourcing.

In December 2005, the Company renewed the Purchase and Service Agreement in relation to the ongoing connected transactions with CL International Holdings Limited ("CLIH") for another three years commencing from 1st January 2006. Outsourcing of information technology services has been adopted by many commercial enterprises and government institutions over the years. We believe that such trend will continue as it allows these organisations to focus on their core competencies while relying on partners who have the scale and capabilities to handle such non-core areas, often in a more economical and efficient manner. In view of the growing trend of outsourcing of information technology services among large commercial institutions and the economic growth in Hong Kong and the PRC, the provision of IT services will continue to contribute positively to the Group.

Financial review

For the year under review, the Group recorded a turnover of approximately HK$82,690,000, representing an increase of approximately 91% compared with last year. The audited net profit attributable to shareholders amounted to approximately HK$12,035,000, representing an significant improvement compared with the net loss of approximately HK$11,841,000 last year. The earnings per share for the year ended 31st December 2005 was HK2.86 cents.

The improvement in the financial performance of the Group was mainly due to the business growth in IT services and supply chain solutions. During the year under review, the aggregate contribution of these two business segments in terms of turnover and operating profit amounted to approximately HK$81,818,000 and HK$2,632,000 respectively, representing an increase of 212% and 109% respectively. The improvement was also contributed by the gain on disposal of two subsidiaries approximately HK$9,767,000 as well as share of the profits less losses of associates amounted to approximately HK$561,000.

Distribution and selling expenses increased to approximately HK$1,515,000 for the year ended 31st December 2005 as compared with the amount of HK$498,000 last year. The increase was mainly attributable to the increase in sales commission which was associated with the increase in sales volume of supply chain solutions products in the year under review. Administrative expenses increased to approximately HK$18,837,000 for the year ended 31st December 2005 as compared with the amount of approximately HK$11,774,000 last year. The increase was mainly attributable to the operations of the two business segments, IT services and supply chain solutions, which were commenced businesses from the fourth quarter of 2004.

Associated with the increase in turnover, the trade debtors of the Group was increased to approximately HK$8,302,000 as at 31st December 2005, of which over 96% of the trade debtors are falling due within three months. In view of the creditability of these customers and in accordance with the accounting policy of the Group, no provision of doubtful debts is required for the year under review. The Group's inventories were approximately HK$2,825,000 as at 31st December 2005, which is similar to the inventory level last year. It is the policy of Group to maintain minimum inventory level so as to reduce the risk of impairment.

Financial resources and liquidity

With regard to the financial position of the Group, the Group's net assets were approximately HK$4,607,000 as at 31st December 2005, which was significantly improved as compared with the net liabilities of HK$11,612,000 last year.

As at 31st December, 2005, the total assets of the Group were approximately HK$20,937,000 (2004: HK$13,885,000), including cash and bank deposits of approximately HK$6,620,000 (2004: HK$5,337,000) and debtors, deposits and prepayments of approximately HK$9,324,000 (2004: HK$5,595,000).

The Group's current assets were approximately 1.34 time (2004: 0.59 time) over its current liabilities whereas the gearing ratio, representing bank borrowing and non-current liabilities over total assets, was 0.11 (2004: 0.17). The Group's non-current loans from directors were approximately HK$2,256,000 (2004: HK$2,256,000). The loans are interest-free, unsecured and not repayable until the Group is in a position to do so. Saved as disclosed herein, the Group did not have any other long-term borrowings during the year under review.

Foreign exchange

The Group's foreign exchange risk is primarily attributable to its trade debtors. The foreign exchange risk is minimal as most of the trade debtors are denominated in Hong Kong dollars ("HK$") or United States dollars ("US$"). The foreign exchange risk in the translation of US$ to HK$ is limited as HK$ are being linked to US$.

Charge on the Group's assets

As at 31st December 2005, there was no charge on the Group's assets (at 31st December 2004, the banking facilities to the extent of approximately HK$91,000 were secured by a motor vehicle with net book value of approximately HK$88,000).

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

As at 31st December 2005, there were no purchase, sale or redemption by the Company, or any of its subsidiaries, of the Company's listed securities.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has complied with the code provisions set out in Code on Corporate Governance Practices under Appendix 15 of the GEM Listing Rules of the Stock Exchange throughout the year ended 31st December 2005 except the followings:

Code Provision A.4.1 stipulates that non-executive directors should be appointed for a specific term, subject to re-election. The non-executive and independent non-executive directors of the Company are not appointed for a specific term but they are subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association of the Company.

Code provision A.4.2 stipulates that all directors appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after their appointment, and every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years. According to the Articles of Association of the Company, directors who are appointed to fill a casual vacancy only required to be re-elected at the next annual general meeting. Moreover, save as the Chairman is not subject to rotation or taken into account in determining the number of directors to retire in each year, one-third of the directors of the Company are required to retire from office by rotation and being eligible for re-election at each annual general meeting.

Code provision B.1.1 stipulates that company should establish a remuneration committee with specific written terms of reference which deal clearly with its authority and duties. A majority of the members of the remuneration committee should be independent non-executive directors. The Company does not establish a remuneration committee as required by this Code provision. The Board is in the opinion that establishment of a remuneration committee does not really benefit to the Group after due consideration of the size of the Group and the associated costs involved. According to the current practice of the Company, remuneration of executive directors are reviewed and approved at Board Meetings which have the presence of the independent non-executive directors.

AUDIT COMMITTEE

Pursuant to rules 5.28 to 5.29 of the GEM Listing Rules, the Company has established an Audit Committee with written terms of reference for the purpose of reviewing and providing supervision over the financial reporting process and internal control procedures of the Group. The Audit Committee has three members comprising Mr. Lee Sai Yeung, Mr. Chung Kong Fei, Stephen and Mr. Ng Chik Sum, Jackson.

Up to the date of approval of these financial statements, the Audit Committee has held four meetings and has reviewed the Company's draft annual, interim and quarterly financial reports.

By Order of the Board
Computech Holdings Limited
Fung Pak Chuen, Alphonso
Chairman

Hong Kong, 27th March 2006

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

This announcement will remain on the GEM website on the "Latest Company Announcements" page for 7 days from the date of its posting.