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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)

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE AND NO ADJUSTMENT TO WARRANTS**

#### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

The Board is pleased to announcement that the Placing was completed on 9 September 2010 in accordance with the terms and conditions of the Placing agreement. An aggregate of 100,000,000 Placing Shares have been successfully placed by the Company to not less than six Placees, who are independent institutional, professional and/or other investors and whose ultimate beneficial owners are third parties independent of and not connected with the Company or any director, chief executive, management shareholders, controlling shareholders or substantial shareholders (as defined in the GEM Listing Rules) of any member of the Group or any associate of them or any connected persons of the Company, at the Placing Price of HK\$0.20 per Placing Share.

#### **NO ADJUSTMENT TO WARRANTS**

Upon completion of the Placing on 9 September 2010, the subscription price of the Warrants and the number of shares to be issued upon exercise of the subscription rights attached to the outstanding Warrants will remain unchanged at HK\$0.07 and 137,342,857 new Shares respectively.

#### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

Reference is made to the announcement of the Company dated 6 August 2010 (the "Announcement") in relation to the Placing. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that the Placing was completed on 9 September 2010 in accordance with the terms and conditions of the Placing Agreement dated 6 August 2010. An aggregate of 100,000,000 Placing Shares have been successfully placed by the Company to not less than six Placees, who are independent institutional, professional and/or other investors and whose ultimate beneficial owners are third parties independent of and not connected with the Company or any director, chief executive, management shareholders, controlling shareholders or substantial shareholders (as defined in the GEM Listing Rules) of any member of the Group or any associate of them or any connected persons of the Company, at the Placing Price of HK\$0.20 per Placing Share. The total number of 100,000,000 new Shares have been issued and allotted by the Company to the Placees at the Placing Price of HK\$0.20 per Share, representing approximately 12.67% of the existing issued share capital of the Company as at the date of this announcement and approximately 11.25% of the issued share capital of the Company as enlarged by the Placing. The net proceeds from the Placing amount to approximately HK\$19.5 million.

The shareholding structure of the Company immediately before and after the Placing is as follows:

	<b>Immediately before Placing</b>		<b>Immediately after Placing</b>	
	<i>Number of shares</i>	<i>Approximate %</i>	<i>Number of shares</i>	<i>Approximate %</i>
Aplus Worldwide Limited ( <i>Note 1</i> )	73,782,000	9.35	73,782,000	8.30
New Brilliant Investments Limited ( <i>Note 2</i> )	76,800,000	9.73	76,800,000	8.64
Asia Financing Limited ( <i>Note 3</i> )	78,000,000	9.88	78,000,000	8.77
Legend Wisdom Limited ( <i>Note 4</i> )	67,860,000	8.60	67,860,000	7.63
Public				
The Placees	-	-	100,000,000	11.25
Other public Shareholders	492,704,990	62.44	492,704,990	55.41
Total	789,146,990	100.00	889,146,990	100.00

*Notes:*

1. Aplus Worldwide Limited is owned as to 42% interest in its issued share capital by Mr. Fung Pak Chuen, Alphonso, a non-executive Director.
2. New Brilliant Investments Limited is wholly owned by Mr. Chui Bing Sun.
3. Asia Financing Limited is wholly owned by Mr. Cheung Siu Wing.
4. Legend Wisdom Limited is wholly owned by Mr. Chan Hon Ping.

## NO ADJUSTMENT TO WARRANTS

As at the date of this announcement, there are 137,342,857 existing outstanding warrants (the “**Warrants**”) issued by the Company, each of which was granted a right to subscribe one existing Share during the exercisable period from 30 September 2008 to 29 September 2011 at the subscription price of HK\$0.07 per Share.

Pursuant to the terms of the instrument constituting the Warrants, the subscription price of the Warrants and the number of Shares to be allotted and issued upon exercise of all the subscription rights under the Warrants will remain unchanged upon completion of the Placing on 9 September 2010. The auditors of the Company has reviewed and agreed with the above adjustment.

By order of the Board  
**Computech Holdings Limited**  
**Mak Kwong Yiu**  
*Executive Director*

Hong Kong, 9 September 2010

*\* for identification purpose only*

*As at the date of this announcement, the executive Director is Mr. Mak Kwong Yiu. The non executive Director is Mr. Fung Pak Chuen, Alphonso. The independent non-executive Directors are Mr. Pang Wing Kin, Patrick, 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least seven days from the date of its posting. This announcement will also be available on the Company’s website at [www.computech.com.hk](http://www.computech.com.hk)*