

The Stock Exchange of Hong Kong Limited 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 the contents of this announcement.



Computech Holdings Limited

駿科網絡訊息有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8081)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that a extraordinary general meeting (the “**Meeting**”) of Computech Holdings Limited (the “**Company**”) to be held at 10/F., Westlands Centre, 20 Westlands Road, Quarry Bay, Hong Kong on Friday, 13th June, 2008 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions with or without amendments to be taken by way of poll:

ORDINARY RESOLUTIONS

(1) “THAT,

- (a) the disposal agreement dated 25th April, 2008 (the “**First Disposal Agreement**”), a copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “A”, made between CL Solutions Services Limited (“**CLS Services**”) and CL Solutions (China) Limited (“**CLS China**”) whereby CLS China agreed to acquire CLS Services’s 100% equity interests in CL Solutions Limited and 10% equity interests in CL Logistic Solutions Limited at a consideration of HK\$4,430,000 be and is hereby approved, confirmed and ratified and that the transactions contemplated thereunder be and are hereby approved; and
- (b) any director of the Company be and is hereby authorised to do all such acts and things as they consider necessary or expedient or desirable in connection with or to give effect to the First Disposal Agreement and to implement the transactions contemplated therein.”

* For identification purpose only

(2) “THAT,

- (a) the disposal agreement dated 25th April, 2008 (the “**Second Disposal Agreement**”), a copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “B”, made between Computech International Limited (“**Computech International**”) and CL Solutions (China) Limited (“**CLS China**”) whereby CLS China agreed to acquire Computech International’s 100% interest in Victor Group Limited at a consideration of HK\$1,630,000 be and is hereby approved, confirmed and ratified and that the transactions contemplated thereunder be and are hereby approved; and
- (b) any director of the Company be and is hereby authorised to do all such acts and things as they consider necessary or expedient or desirable in connection with or to give effect to the Second Disposal Agreement and to implement the transactions contemplated therein.”

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

Hong Kong, 29th May, 2008

Registered office:

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

*Head office and principal place
of business:*

10/F., Westlands Centre
20 Westlands Road
Quarry Road
Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the articles of association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the meeting to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. A form of proxy for use at the meeting is enclosed with the circular dated 29th May, 2008. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and returned together with a power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority, to the principal place of business of the Company at 10/F., Westlands Centre, 20 Westlands Road, Quarry Road, Hong Kong within 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the above meeting or any adjournment thereof, should he so wish.

3. In the case of joint holders of shares, any one of such holders may vote at the meeting, either personally or by proxy, in respect of such shares as if he was solely entitled thereto, but if more than one of such joint holders are present at the meeting personally or by proxy, that one of the said persons so present whose name stands first in the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.

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, for which the Directors of the Company 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.

This announcement will remain on the GEM website on the “Latest Company Announcements” page for 7 days from the day of its posting. This announcement will also be available on the Company’s website at www.computech.com.hk.