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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)

RESULTS OF THE OPEN OFFER

The Board is pleased to announce that the Open Offer has become unconditional at 4:00 p.m. on Friday, 29 May 2009.

As at 4:00 p.m. on Monday, 25 May 2009, being the latest time for acceptance of and payment for the Offer Shares, a total of 21 valid acceptances of Offer Shares have been received for a total of 49,682,998 Offer Shares, representing approximately 94.81% of the total number of the Offer Shares available for subscription under the Open Offer.

It is expected that the share certificates for the Offer Shares in respect of the valid acceptances of the Offer Shares on the Application Forms, in their fully-paid form, will be despatched to the addresses (as shown on the register of members of the Company) by ordinary post on or before Tuesday, 2 June 2009 at the relevant Shareholders' own risks.

Dealings in the Offer Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:30 a.m. on Thursday, 4 June 2009.

Reference is made to the prospectus of the Company dated 11 May 2009 (the "**Prospectus**"). Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.

RESULTS OF THE OPEN OFFER

The Board is pleased to announce that all of the conditions set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement has not been terminated in accordance with its terms. The Open Offer has become unconditional at 4:00 p.m. on Friday, 29 May 2009.

* *For identification purpose only*

As at 4:00 p.m. on Monday, 25 May 2009, being the latest time for acceptance of and payment for the Offer Shares, a total of 21 valid acceptances of Offer Shares have been received for a total of 49,682,998 Offer Shares, representing approximately 94.81% of the total number of the Offer Shares available for subscription under the Open Offer.

Based on the results of the Open Offer referred to above, the Open Offer was under-subscribed by 2,718,002 Offer Shares (the “**Untaken Offer Shares**”). In accordance with the Underwriting Agreement, the Underwriter has subscribed for the Untaken Offer Shares.

The Untaken Offer Shares represent approximately 5.19% of the total Offer Shares and approximately 1.73% of the enlarged issued share capital of the Company of 157,203,000 Shares immediately after completion of the Open Offer.

Changes in shareholding structure of the Company

To the best knowledge of the Board, the following is a table showing the changes in shareholding structure of the Company immediately prior to and after completion of the Open Offer:

	Immediately prior to completion of the Open Offer		Immediately after completion of the Open Offer	
	<i>No. of Shares</i>	<i>%</i>	<i>No. of Shares</i>	<i>%</i>
Aplus Worldwide Limited	19,837,600	18.93	29,756,400	18.93
CL International Holdings Limited	24,187,202	23.08	36,280,803	23.08
The Underwriter	–	–	2,718,002	1.73
Public Shareholders	60,777,198	57.99	88,447,795	56.26
	<u>104,802,000</u>	<u>100.00</u>	<u>157,203,000</u>	<u>100.00</u>

Despatch of certificates for Offer Shares and commencement of dealings in Offer Shares in fully-paid form

It is expected that the share certificates for the Offer Shares in respect of the valid acceptances of the Offer Shares on the Application Forms, in their fully-paid form, will be despatched to the addresses (as shown on the register of members of the Company) by ordinary post on or before Tuesday, 2 June 2009 at the relevant Shareholders’ own risks.

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

Hong Kong, 1 June 2009

As at the date of this announcement, the executive Directors are Mr. Fung Pak Chuen, Alphonso and Mr. Mak Kwong Yiu, Mark. 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 GEM Listing Rules 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 date of its posting. This announcement will also be available on the Company’s website at www.computech.com.hk.