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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)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS OF AUDIT COMMITTEE

The Board is pleased to announce that with effect from 15 December 2011, Mr. Wong Siu Keung, Joe and Mr. Wong Ching Yip have been appointed as independent non-executive Directors and the members of the audit committee of the Company.

On the same date, Dr. Ip Wai Hung and Mr. Wong Chung Wai have resigned as independent non-executive Directors and members of the audit committee of the Company due to his other business engagements.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS OF THE AUDIT COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of Computech Holdings Limited (the “**Company**”) is pleased to announce that with effect from 15 December 2011, Mr. Wong Siu Keung, Joe (“**Mr. SK Wong**”) and Mr. Wong Ching Yip (“**Mr. CY Wong**”) have been appointed as independent non-executive Directors and the members of the audit committee of the Company.

Mr. SK Wong, aged 47, holds a Degree of Master of Arts in International Accounting in City University of Hong Kong. Mr. SK Wong is an associate member of Hong Kong Institute of Certified Public Accountants and a fellow member of the Association of Chartered Certified Accountants. Mr. SK Wong has extensive experience in taxation, accounting, financing and audit field and public listed companies for many years. Mr. SK Wong does not hold any directorship in public listed companies or other major appointment in the last three years.

Mr. CY Wong, aged 39, holds a Double Degree of Bachelor of Arts in Business Administration and Economics in University of Winnipeg in Canada. Mr. CY Wong has extensive experience in the field of global sales and marketing covering areas like People

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Republic of China, United States of America and Europe. Mr. CY Wong was appointed as an independent non-executive director of SMI Publishing Group Limited (the “SMI”) (Stock code: 8010) on 3 September 2008 and was re-designated as an executive director on 13 May 2010. Mr. CY Wong resigned as executive director of the SMI on 5 August 2011.

Save as aforementioned, both Mr. SK Wong and Mr. CY Wong did not have any relationships with any other directors, senior management, substantial shareholders, or controlling shareholders of the Company. As at the date hereof, save as disclosed above, Mr. SK Wong and Mr. CY Wong do not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

There is no service contract entered into between the Company and each of Mr. SK Wong and Mr. CY Wong. They have not been appointed for a specific term. They will hold the office until the next annual general meeting of the Company and will retire at that general meeting, but will be eligible for re-election in accordance with the Articles of Association of the Company. The emoluments to Mr. SK Wong and Mr. CY Wong will be determined by the Board of the Company with reference to his duties and responsibilities in the Company and the market benchmark.

Save as disclosed above, the Board is not aware of any matter in relation to the appointment of both Mr. SK Wong and Mr. CY Wong that is required to be disclosed pursuant to paragraphs (h) to (v) of Rules 17.50(2) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange (the “GEM”) nor are there any other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. SK Wong and Mr. CY Wong to join the Company.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND THE MEMBERS OF THE AUDIT COMMITTEE OF THE COMPANY

The Board announces that, with effect from 15 December 2011, Dr. Ip Wai Hung (“**Dr. Ip**”) has resigned as independent non-executive Director and the member of the audit committee of the Company due to his intention to concentrate on his own business engagements.

The Board announces that, with effect from 15 December 2011, Mr. Wong Chung Wai (“**Mr. CW Wong**”) has resigned as independent non-executive Director and the member of the audit committee of the Company due to his intention to concentrate on his own business engagements.

Dr. Ip and Mr. CW Wong have confirmed that there is no disagreement with the Board and there is no matter in relation to each of their resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Dr. Ip and Mr. CW Wong for their valuable contribution to the Company for their tenure of office.

By Order of the Board
Computech Holdings Limited
Yang Yue Zhou
Chairman

Hong Kong, 15 December 2011

As at the date of this announcement, the Board comprises (i) three executive Directors, namely Mr. Yang Yue Zhou, Mr. Mak Kwong Yiu and Mr. Jiang Tan Shan and (ii) three independent non-executive Directors, namely Mr. Chan Wai Man, Mr. Wong Siu Keung, Joe and Mr. Wong Ching Yip.

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 GEM 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 <http://www.hkgem.com> for at least seven days from the date of its publication and on the website of the Company at <http://www.computech.com.hk>.