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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

The Board is pleased to announce that all conditions set out in the Placing Agreement have been fulfilled and the Placing of 180,000,000 Placing Shares to not fewer than six Placees at HK\$0.084 per Placing Share was completed on 15 May 2012 in accordance with the terms and conditions of the Placing Agreement.

Reference is made to the announcement of Computech Holdings Limited (the “Company”) dated 30 April 2012 (the “Announcement”) in relation to the Placing under the General Mandate. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcement unless otherwise stated.

Completion of the Placing

The Board is pleased to announce that all conditions set out in the Placing Agreement have been fulfilled and the Placing was completed on 15 May 2012 in accordance with the terms and conditions of the Placing Agreement. An aggregate of 180,000,000 Placing Shares, representing approximately 12.91% of the issued share capital of the Company as at the date of this announcement, have been successfully placed to not fewer than six Placees, to the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries and based on publicly available information, who and whose ultimate beneficial owners (if any) are third parties, independent of and are not connected persons (as defined in the GEM Listing Rules) of the Company and its connected persons (as defined in the GEM Listing Rules), at the Placing Price of HK\$0.084 per Placing Share. The net proceeds from the Placing amount to approximately HK\$14.5 million will be applied as general working capital of the Group and/or for further investment as disclosed in the Announcement.

None of the Placees became a substantial Shareholder (as defined in the GEM Listing Rules) of the Company as a result of the Placing.

** For identification purpose only*

The table below set out the changes to the shareholding structure of the Company as a result of completion of the Placing:

	Immediately before completion of the Placing		Immediately after completion of the Placing	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Mr. Yang Yue Zhou (Note)	268,453,158	22.11	268,453,158	19.25
Public:				
Placees	-	-	180,000,000	12.91
Other public Shareholders	945,796,168	77.89	945,796,168	67.84
	<u>1,214,249,326</u>	<u>100.00</u>	<u>1,394,249,326</u>	<u>100.00</u>

Note: Mr. Yang Yue Zhou is an executive Director and chairman of the Company.

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

Hong Kong, 15 May 2012

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. Wong Siu Keung, Joe, Mr. Wong Ching Yip and Mr. Luk Chi Shing.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in the compliance with the Rules Governing the Listing of Securities on the GEM 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 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 a minimum period of 7 days from the date of its publication and on the website of the Company at <http://www.computech.com.hk>.