

FORMS RELATING TO LISTING

Form F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name : Computech Holdings Limited

Stock code (ordinary shares): 8081

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on the Growth Enterprise Market ("GEM") of the Stock Exchange of Hong Kong Limited (the "Exchange"). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 4 December 2012.

A. *General*

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 19 June 2000

Name of Sponsor(s) : N/A

Names of director:
(*please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive*)

Executive Directors
Mr. Yang Yue Zhou (*Chairman*)
Mr. Mak Kwong Yiu
Mr. Jiang Tan Shan

Independent Non-Executive Directors
Mr. Wong Siu Keung, Joe
Mr. Wong Ching Yip
Mr. Luk Chi Shing

Name(s) of substantial shareholder(s) (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company	<u>Name</u>	No. of ordinary <u>shares</u>	Percentage to issued <u>share capital</u>
:	Mr. Yang Yue Zhou	107,381,260	19.25%

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company : N/A

Financial year end date : 31 December

Registered address	:	Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands.
Head office and principal place of business	:	Unit 1604, 16/F., West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Sheung Wan, Hong Kong.
Web-site address (if applicable)	:	www.computech.com.hk
Share registrar	:	<u>Principal share registrar and transfer office:</u> Butterfield Fulcrum Group (Cayman) Limited Butterfield House, 68 Fort Street, P.O. Box 705, George Town, Cayman Islands, British West Indies. <u>Branch share registrar and transfer office:</u> Hong Kong Registrars Limited Room 1712-1716, 17/F., Hopewell Centre, 183 Queens Road East, Hong Kong
Auditors	:	PKF 26/F., Citicorp Centre, 18 Whitfield Road, Causeway Bay, Hong Kong.

B. Business activities

The Company and its subsidiaries are principally engaged in (i) the provision of IT services, including consultancy, technical support, systems integration, development and sales of relevant hardware and software products; (ii) money lending business, and (iii) property development business.

C. Ordinary shares

Number of ordinary shares in issue	:	557,699,728
Par value of ordinary shares in issue	:	HK\$0.10 per share
Board lot size (in number of shares)	:	6,000
Name of other stock exchange(s) on which ordinary shares are also listed	:	N/A

D. Warrants

Stock code	:	N/A
Board lot size	:	N/A
Expiry date	:	N/A
Exercise price	:	N/A

Conversion ratio <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	:	N/A
No. of warrants outstanding	:	N/A
No. of shares falling to be issued upon the exercise of outstanding warrants	:	N/A

E. Other securities

Details of any other securities in issue.

There is outstanding zero coupon convertible notes in the principal amount of HK\$50,000,000 due on 2015 with adjusted conversion price of HK\$0.19 per share (subject to adjustments) which are convertible into approximately 263,157,895 shares of the Company upon full conversion of the convertible notes.

Responsibility statement

The directors of the Company (the "Directors") as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet ("the Information") and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

(Sd.)

Yang Yue Zhou

(Sd.)

Mak Kwong Yiu

(Sd.)

Jiang Tan Shan

(Sd.)

Wong Siu Keung, Joe

(Sd.)

Wong Ching Yip

(Sd.)

Luk Chi Shing

NOTES

- 1 *This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.*

- 2 *Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.*

- 3 *Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time at the same time as the original is submitted to the Exchange.*