

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

APPENDIX 5

FORMS RELATING TO LISTING

FORM F

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

Case Number: 20090101-F08081-0004

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

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 2009.

A. General

Place of incorporation : The Cayman Islands

Date of initial listing on GEM : 19 June, 2000

Name of Sponsor(s) : N/A

Names of directors : Executive Director:
(please distinguish the status of the director-
Executive, Non-Executive or Independent
Non-Executive) Mr. Mak Kwong Yiu

Non Executive Director:
Mr. Fung Pak Chuen, Alphonso

Independent Non-Executive Directors:
Mr. Pang Wing Kin, Patrick
Mr. Chung Kong Fei, Stephen
Mr. Ng Chik Sum, Jackson

Name(s) of substantial shareholder(s) : N / A
(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

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| | |
|--|--|
| 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 : | 10/F, Westlands Centre, 20 Westlands Road, Quarry Bay, 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 26th Floor, Citicorp Centre, 18 Whitfield Road, Causeway Bay, Hong Kong. |

B. Business activities

The Group is principally engaged in the provision of IT services including consultancy, technical support, systems integration, development and sales of relevant software products, in the People's Republic of China and Hong Kong.

C. Ordinary shares

| | |
|--|--------------------|
| Number of ordinary shares in issue : | 789,146,990 |
| Par value of ordinary shares in issue : | HK\$0.01 per share |
| Board lot size (in number of shares) : | 10,000 |
| Name of other stock exchange(s) on which ordinary shares are also listed : | N/A |

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D. Warrants

| | | |
|---|---|-------------------|
| Stock code | : | N/A |
| Board lot size | : | 10,000 |
| Expiry date | : | 29 September 2011 |
| Exercise price | : | HK\$0.07 |
| Conversion ratio <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i> | : | 1 : 1 |
| No. of warrants outstanding | : | 137,342,857 |
| No. of shares falling to be issued upon the exercise of outstanding warrants | : | 137,342,857 |

E. Other securities

| | | |
|--|---|-----|
| Number of share options granted and Outstanding | : | N/A |
|--|---|-----|

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.

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Signed:

Mak Kwong Yiu

Fung Pak Chuen, Alphonso

Pang Wing Kin, Patrick

Chung Kong Fei, Stephen

Ng Chik Sum, Jackson

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.*