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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)**

### **CLARIFICATION ANNOUNCEMENT**

Reference is made to the announcement of Computech Holdings Limited dated 8 December, 2011 in relation to a placing of convertible notes (the "Announcement"). Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

Mr. Yang is a substantial shareholder of the Company and as such, he is a Connected Person of the Company. Accordingly, the underwriting arrangement whereby Mr. Yang has agreed to underwrite those Convertible Notes not placed by the Placing Agent constitutes a connected transaction for the Company under the GEM Listing Rules. The underwriting arrangement is therefore subject to the approval of Independent Shareholders at the EGM.

A circular including, among other things, a notice of EGM and a letter from the independent financial adviser containing its advice and the recommendations of the independent board committee on the underwriting arrangement will be despatched to the Shareholders on or before 29 December 2011.

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

Hong Kong, 9 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 Dr. Ip Wai Hung, Mr. Chan Wai Man and Mr. Wong Chung Wai.*

\* For identification purpose only

*This announcement for which the Directors collectively and individually accept full responsibility, includes particulars given in the 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 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 7 days from the date of its publication and on the website of the Company at <http://www.computeck.com.hk>.*