

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



COMPUTECH HOLDINGS LIMITED

駿科網絡訊息有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8081)

RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF ONE RIGHTS SHARE FOR EVERY TWO SHARES HELD ON THE RECORD DATE

RESULTS OF THE RIGHTS ISSUE

The Board announces that as at 4:00 p.m. on Monday, 12 May 2014, being the Latest Time for Acceptance and the latest time for the application and payment for excess Rights Shares:

- (i) a total of 45 valid acceptances under PALs were received for a total of 227,961,289 Rights Shares, representing approximately 40.68% of the total number of 560,428,810 Rights Shares available for subscription under the Rights Issue; and
- (ii) a total of 26 valid applications for excess Rights Shares under the EAFs in respect of a total of 49,089,795 Rights Shares, representing approximately 8.76% of the total number of 560,428,810 Rights Shares available for subscription under the Rights Issue.

* *For identification purposes only*

The aggregate of 277,051,084 Rights Shares validly accepted and applied for under the PALs and EAFs represent approximately 49.44% of the total number of 560,428,810 Rights Shares available for subscription under the Rights Issue. Accordingly, the Rights Issue was under-subscribed by 283,377,726 Rights Shares, representing approximately 50.56% of the total number of 560,428,810 Rights Shares available for subscription under the Rights Issue.

THE UNDERWRITING AGREEMENT

As all the conditions set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement was not terminated by the Underwriter prior to the Latest Time for Termination, the Underwriting Agreement became unconditional at 4:00 p.m. on Thursday, 15 May 2014. Pursuant to the Underwriting Agreement, the Underwriter has performed its underwriting obligations and has procured subscribers to subscribe for all the Untaken Shares.

EXCESS APPLICATIONS

Given the under-subscription, the Directors consider that it is fair and reasonable to accept all valid EAFs and allot the Rights Shares to such applicants in full and therefore, no refund cheques for wholly and partially unsuccessful applications for excess Rights Shares will be posted.

DESPATCH OF SHARE CERTIFICATES

It is expected that the certificates for the fully-paid Rights Shares in respect of the valid acceptances of the Rights Shares under the PALs and EAFs will be despatched to the relevant Shareholders by ordinary post to their registered addresses on or before Wednesday, 21 May 2014 at their own risk.

COMMENCEMENT OF DEALINGS IN THE FULLY-PAID RIGHTS SHARES

Dealings in the Rights Shares, in their fully-paid form, on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 22 May 2014.

Reference is made to the prospectus of the Company dated 24 April 2014 (“**Prospectus**”) in relation to the Rights Issue. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus.

RESULTS OF THE RIGHTS ISSUE

The Board announces that as at 4:00 p.m. on Monday, 12 May 2014, being the Latest Time for Acceptance and the latest time for the application and payment for excess Rights Shares:

- (i) a total of 45 valid acceptances under PALs were received for a total of 227,961,289 Rights Shares, representing approximately 40.68% of the total number of 560,428,810 Rights Shares available for subscription under the Rights Issue; and
- (ii) a total of 26 valid applications for excess Rights Shares under the EAFs in respect of a total of 49,089,795 Rights Shares, representing approximately 8.76% of the total number of 560,428,810 Rights Shares available for subscription under the Rights Issue.

The aggregate of 277,051,084 Rights Shares validly accepted and applied for under the PALs and EAFs represent approximately 49.44% of the total number of 560,428,810 Rights Shares available for subscription under the Rights Issue. Accordingly, the Rights Issue was under-subscribed by 283,377,726 Rights Shares, representing approximately 50.56% of the total number of 560,428,810 Rights Shares available for subscription under the Rights Issue.

THE UNDERWRITING AGREEMENT

As all the conditions set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement was not terminated by the Underwriter prior to the Latest Time for Termination, the Underwriting Agreement became unconditional at 4:00 p.m. on Thursday, 15 May 2014. Pursuant to the Underwriting Agreement, the Underwriter has performed its underwriting obligations and has procured subscribers to subscribe for all the Untaken Shares.

EXCESS APPLICATIONS

Given the under-subscription, the Directors consider that it is fair and reasonable to accept all valid EAFs and allot the Rights Shares to such applicants in full and therefore, no refund cheques for wholly and partially unsuccessful applications for excess Rights Shares will be posted.

DESPATCH OF SHARE CERTIFICATES

It is expected that the certificates for the fully-paid Rights Shares in respect of the valid acceptances of the Rights Shares under the PALs and EAFs will be despatched to the relevant Shareholders by ordinary post to their registered addresses on or before Wednesday, 21 May 2014 at their own risk.

COMMENCEMENT OF DEALINGS IN THE FULLY-PAID RIGHTS SHARES

Dealings in the Rights Shares, in their fully-paid form, on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 22 May 2014.

SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding in the Company immediately before and after the completion of the Rights Issue will be as follows:

	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
Public Shareholders (<i>Note</i>)	<u>1,120,857,620</u>	<u>100.00</u>	<u>1,681,286,430</u>	<u>100.00</u>
Total	<u>1,120,857,620</u>	<u>100.00</u>	<u>1,681,286,430</u>	<u>100.00</u>

Note: The Underwriter confirmed to the Company that it and Trinity Finance Investment Limited have procured subscribers to subscribe for all the Untaken Shares and none of such subscribers holds 10.0% or more of the voting rights of the Company immediately upon completion of the Rights Issue.

On behalf of the Board
Computech Holdings Limited
Zhang Xiongfeng
Chairman

Hong Kong, 20 May 2014

As at the date of this announcement, the Board comprises (i) three executive Directors, namely Mr. Zhang Xiongfeng, Mr. Zhang Peiao and Mr. Hung Kenneth, 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 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 a minimum period of seven days from the date of its publication and on the website of the Company at <http://www.computech.com.hk>.