

**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**

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 14 October 2011

**A. General**

**Place of incorporation:** 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 directors Mr. Mak Kwong Yiu  
- Executive, Non-Executive or Independent

Non-Executive)

Independent Non-Executive Directors:

Dr. Ip Wai Hung  
Mr. Chan Wai Man  
Mr. Wong Chung Wai

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

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>	<u>No. of Ordinary Shares</u>	<u>No. of underlying Shares</u>	<u>Percentage to issued shares capital</u>
New Brilliant Investments Limited	145,957,143	-	14.14%
Mr. Chui Bing Sun	145,957,143	-	14.14%
Mr. Chui Bing Sun	-	9,100,000	0.88%
	145,957,143	9,100,000	15.02%

*Note* : New Brilliant Investments Limited is wholly and beneficiary owned by Mr. Chui Bing Sun. The share options held by Mr. Chui Bing Sun which subscribe for 9,100,000 Shares at exercise price of HK\$0.144 (subject to adjustments).

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](http://www.computech.com.hk)

Share registrar:

Principal share registrar and transfer office:  
Butterfield Fulcrum Group (Cayman) Limited  
Butterfield House, 68 Fort Street,  
P.O. Box 705, George Town,  
Cayman Islands,  
British West Indies.

Branch share registrar and transfer office:  
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 Group is principally engaged in the provision of IT services including consultancy, technical support, systems integration, development and sales of relevant hardware and software products in Hong Kong and money lending business.

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

**C. Ordinary shares**

Number of ordinary shares in issue: 1,032,249,326

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

**D. Warrants**

Stock code: N/A

Board lot size: N/A

Expiry date: N/A

Exercise price: N/A

Conversion ratio: N/A  
*(Not applicable if the warrant is denominated in dollar value of conversion right)*

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.

- 1) A total of 36,400,000 share options with exercise price of HK\$0.144 per share (subject to adjustments) have been granted on 17 May 2011. At the date of this sheet, the outstanding number of share option granted is 36,400,000 share options at exercise price of HK\$0.144 per share (subject to adjustments).
- 2) There is outstanding principal amount of HK\$22,750,000 of the 5% per annum convertible bonds due on 30 April 2016 with initial conversion price of HK\$0.125 per share (subject to adjustments) which are convertible into approximately 182,000,000 shares of the Company upon full conversion of the convertible bonds.

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

**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 or deceptive 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:

.....  
Mak Kwong Yiu

.....  
Ip Wai Hung

.....  
Chan Wai Man

.....  
Wong Chung Wai

**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.*