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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)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 5 MAY 2011
(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND CHAIRMAN OF THE AUDIT COMMITTEE AND
(3) APPOINTMENT OF CHAIRMAN OF THE AUDIT COMMITTEE**

The Board is pleased to announce that all the resolutions proposed at the AGM were duly passed by the Shareholders.

The Board further announces that Mr. Ng Chik Sum, Jackson has retired as an independent non-executive Director and chairman of audit committee of the Company at the conclusion of the AGM.

Mr. Pang Wing Kin, Patrick has been appointed as the chairman of audit committee of the Company at the conclusion of the AGM.

Reference is made to the circular (the “**Circular**”) of Computech Holdings Limited (the “**Company**”) dated 28 March 2011. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the AGM held on 5 May 2011, all the proposed resolutions as set out in the notice of the AGM were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and approve the audited consolidated financial statements and the reports of the directors and the report of the independent auditors of the Company for the year ended 31 December 2010.	189,116,015 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Chung Kong Fei, Stephen as an Independent Non-Executive Director.	189,116,015 (100.00%)	0 (0.00%)
	(b) To re-elect Dr. Ip Wai Hung as an Independent Non-Executive Director.	189,116,015 (100.00%)	0 (0.00%)
	(c) To authorize the Board of Directors to fix the respective directors' remuneration.	189,116,015 (100.00%)	0 (0.00%)
3.	To re-appoint PKF as auditors and to authorise the Board of Directors to fix their remuneration.	189,116,015 (100.00%)	0 (0.00%)
4.	To give general mandate to the directors to repurchase shares of the Company.	189,116,015 (100.00%)	0 (0.00%)
5.	To give general mandate to the directors to allot and issue new shares of the Company.	189,116,015 (100.00%)	0 (0.00%)
6.	To extend the general mandate granted to the directors pursuant to resolution numbered 5 in the addition thereto of an amount representing the aggregate nominal amount of shares repurchased by the Company under the authority granted to resolution numbered 4 to issue new shares of the Company.	189,116,015 (100.00%)	0 (0.00%)

The Board is pleased to announce that as more than 50% of the votes were cast in favour of each of the above resolutions, all such resolutions were duly passed by the Shareholders as ordinary resolutions.

As at the date of the AGM, the number of issued shares of the Company was 919,296,469 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no restrictions on any shareholder to cast votes on any of the proposed resolutions at the AGM.

The Company's branch share registrar, Hong Kong Registrars Limited, acted as the scrutineer for the poll at the AGM.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHAIRMAN OF THE AUDIT COMMITTEE AND APPOINTMENT OF CHAIRMAN OF AUDIT COMMITTEE

The Board has been informed by Mr. Ng Chik Sum, Jackson (“Mr. Ng”) that he will not offer himself for re-election at the AGM as he intends to retire from his position as an independent nonexecutive Director and chairman of audit committee of the Company immediately after the AGM. Mr. Ng would like to devote more time to pursuit of his other business engagements.

Mr. Ng has confirmed that there is no disagreement between him and the Board and that there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

He further confirmed that he has no claims whatsoever against the Company for fees, compensation for loss of office, remuneration, severance payments, pension, expenses or otherwise.

Mr. Pang Wing Kin, Patrick (“Mr. Pang”) has been appointed as the chairman of audit committee of the Company at the conclusion of the AGM.

The Board takes this opportunity to express its gratitude to Mr. Ng for his valuable contribution during his term of service with the Company.

By order of the Board
Computech Holdings Limited
Mak Kwong Yiu
Executive Director

Hong Kong, 5 May 2011

** for identification purpose only*

As at the date of this announcement, the executive Director is Mr. Mak Kwong Yiu. The non executive Director is Mr. Fung Pak Chuen, Alphonso. The independent non-executive Directors are Mr. Pang Wing Kin, Patrick, Mr. Chung Kong Fei, Stephen and Dr. Ip Wai Hung.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited 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 www.hkgem.com for at least 7 days from the date of its posting. This announcement will also be available on the Company’s website at www.computech.com.hk.