

## FORMS RELATING TO LISTING

### Form F

#### The Growth Enterprise Market (GEM)

#### Company Information Sheet

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this information sheet, makes no representation as to its accuracy or completeness and expressly disclaims 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 : Techwayson Holdings Limited**

**Stock code (ordinary shares): 8098**

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 22 November 2001.

#### A. *General*

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 8 February 2001

Name of Sponsor(s) : Celestial Capital Limited

Names of directors :

*(please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive)*

: Dr. Sze Kwan  
(Chairman and Executive director)  
Mr. Tung Fai  
(Executive director)  
Mr. Lee Tiong Hock  
(Executive director)  
Mr. Ye Wei Fa  
(Executive director)  
Mr. Xiong Jian Rui  
(Executive director)  
Mr. Lin Gongshi  
(Non-executive director)  
Mr. Kuang Ding Bo  
(Independent non-executive director)  
Mr. Wee Soon Chiang  
(Independent non-executive director)  
Mr. Wong Kam Kau, Eddie  
(Independent non-executive director)

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 of Substantial Shareholders</u>	<u>Type of Securities</u>	<u>Number of Shares</u>	<u>Approximate Percentage of Shareholding</u>
Otto Link Technology Limited <sup>(Note 1)</sup>	Ordinary Share	168,000,000	48
Goldwiz Technology Limited	Ordinary Share	61,824,000	17.66
Goldwiz Holdings Limited <sup>(Note 2)</sup>	Ordinary Share	61,824,000	17.66
Mr. Siu Ting	Ordinary Share	38,976,000	11.14

Notes:

- Otto Link Technology Limited is beneficially owned as to 80% by Dr. Sze Kwan who is the Chairman of the Company and 20% by Mr. Tung Fai, who is also a director.
- Goldwiz Holdings Limited (“Goldwiz Holdings”) is the holdings company of Goldwiz Technology Limited (“Goldwiz”) which holds 100% of the issued share capital of Goldwiz and is therefore deemed to be interested in 61,824,000 shares held by Goldwiz.

Name(s) of company(ies) listed on GEM  
or the Main Board of the Stock Exchange  
within the same group as the Company : NIL

Financial year end date : 30 June

Registered address : Century Yard, Cricket Square, Hutchins Drive, P.O.Box 2681 GT,  
George Town, Grand Cayman, Cayman Islands, British West Indies.

Head office and principal  
place of business : Room 1810, 18/ Floor, Harbour Centre, No.25 Harbour Road,  
Wanchai, Hong Kong.

Web-site address (if applicable) : [www.techwayson.com.hk](http://www.techwayson.com.hk)

Share registrar : Principal share registrar:  
Bank of Butterfield International (Cayman) Ltd.

Branch share registrar:  
Hong Kong Registrars Limited

Auditors : Arthur Andersen & Co. and  
Charles Chan, Ip & Fung CPA Ltd.

## **B. Business activities**

*(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)*

*The Group is one of the leading total automation and control solution providers and automation and control hardware and software suppliers in Chian to have developed its own products. It is principally engaged in the research, design, integration and supply of automation and control systems, components, software applications, products and services for the automation of various major industries and buildings, such as iron and steel industries, oil drilling and exploration, petrochemical, cement manufacturing. When the Group first started its operation in October 1997, it was principally engaged in the integration of automation an control systems mainly using hardware an software developed by overseas manufacturers of automation and control products, and at the same time, concentrated on the research and development of automation and control hardware and software of its own. The Group has developed software applications and firmware which can support the operations of the CPUs deployed in controllers. In 1999 it successfully developed its own automation and control system known as TCS which is a hub linking systems for control, instrumentation and supervision of an industrial process and can be tailored made in accordance with the specific requirements of customers. The current business of the Company places strong emphasis on the sale of automation and control system hardware in the industrial automation and control sector. The directors of the Group intend to diversify its business focus and enter the building automation and control sector, and develop advance process (APC) technologies in order to achieve process control optimisation, process efficiency, safety, quality, cost and regulatory compliance.*

## **C. Ordinary shares**

Number of ordinary shares in issue	: 350,000,000
Par value of ordinary shares in issue	: HK\$0.10
Board lot size (in number of shares)	: 4,000
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 <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	: N/A
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.

(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).

(Please include details of stock code if listed on GEM or the Main Board or the name of any other stock exchange(s) on which such securities are listed).

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

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.

Signed:

\_\_\_\_\_  
Dr. Sze Kwan

\_\_\_\_\_  
Mr. Tung Fai

\_\_\_\_\_  
Mr. Lee Tiong Hock

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Mr. Ye Wei Fa

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Mr. Xiong Jian Rui

\_\_\_\_\_  
Mr. Lin Gongshi

\_\_\_\_\_  
Mr. Kuang Ding Bo

\_\_\_\_\_  
Mr. Wee Soon Chiang

\_\_\_\_\_  
Mr. Wong Kam Kau, Eddie