

*The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, 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 announcement.*



**Codebank Limited**

**數碼庫有限公司**

*(incorporated in Hong Kong with limited liability)*

**POSTPONEMENT OF THE RELEASE OF THE INVESTIGATION RESULT,  
ANNOUNCEMENT ON THE JUDGMENT RESULT AND  
UPDATE OF THE PROPOSAL FROM TOP EDGE**

The board of directors (the "Board") of Codebank Limited (the "Company") would like to inform its shareholders that the release of the result of the Investigation conducted by the special investigation committee would be delayed to on or before the end of November 2002.

In addition, the Board hereby inform its shareholders that the Company received the Judgment of HCA3686/2002 dated 25 October 2002 in the High Court of the Hong Kong Special Administrative Region on 28 October 2002 in favour of Bestcharm Holdings Limited and Huge Rich Limited. The said case was disclosed in the announcement of the Company dated 7 October 2002.

Trading in the shares of the Company was suspended on 14 May 2002 and will remain suspended pending the completion of the investigation as stated in the announcement of the Company dated 28 May 2002 and the release of the first quarter results, the second quarter results and the third quarter results of the Company and its subsidiaries respectively for the three months ended 31 March 2002, the six months ended 30 June 2002, and the nine months ended 30 September 2002.

With reference to the announcement of the Company dated 29 August 2002, the special investigation committee (the "Committee") is expected to complete the investigation on matters disclosed in the announcement of the Company dated 28 May 2002 (the "Investigation") and to make recommendation to the Board on appropriate actions to be taken by the end of October 2002.

The Committee recently advised the Company that the Investigation is at its final stage. However, they are still waiting for the responses from some of the concerned parties. Therefore, the release of the result of the Investigation would be delayed to on or before the end of November 2002. Further announcement will be made upon the completion of the Investigation.

On the other hand, the Board hereby inform its shareholders that the Company received the Judgment of HCA 3686/2002 dated 25 October 2002 in the High Court of the Hong Kong Special Administrative Region on 28 October 2002 in favour of Bestcharm Holdings Limited and Huge Rich

Limited (collectively, the “Judgment Creditors”). The said case was disclosed in the announcement of the Company dated 7 October 2002. Under the Judgment, the Company is liable to pay the Judgment Creditors in a sum of HK\$3,168,011.39 (the “Judgment Debt”) and the interest thereon, if any. The Company has contacted the Judgment Creditors to negotiate on the terms of settlement of the Judgment Debt but no agreement has yet been made. Further announcement will be made when necessary.

With respect to the proposal accepted by the Company from Top Edge Tradings Limited (“Top Edge”) as disclosed in the announcements of the Company dated 30 August 2002 and 7 October 2002, no formal agreement for the subscription of new shares in the Company has yet been entered into between the Company and Top Edge. Presently, Top Edge is still in the process of conducting the due diligence review on the Company and its subsidiaries. The Company will make further announcement(s) about the progress as and when it is appropriate and the implications under the Hong Kong Code on Takeovers and Mergers upon the signing of a formal subscription agreement with Top Edge.

Trading in the shares of the Company was suspended on 14 May 2002 and will remain suspended pending completion of the investigation as stated in the announcement of the Company dated 28 May 2002 and the release of the first quarter results, the second quarter results and the third quarter results of the Company and its subsidiaries respectively for the three months ended 31 March 2002, the six months ended 30 June 2002 and the nine months ended 30 September 2002.

By order of the Board  
**Codebank Limited**  
**Cheng Yu Hong**  
*Director*

Hong Kong, 31 October 2002

*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 (“GEM”) of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to Codebank Limited. The Directors having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the “Latest Company Announcements” page on the GEM website for at least seven days from its date of publication.*