

Appendix 5

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: Superdata Software Holdings Limited

Stock code (ordinary shares): 8263

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 of6th January 2005

A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 6th June, 2003

Name of Sponsor(s) : First Shanghai Capital Limited

Names of directors: <i>(please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive)</i>	<u>Executive Directors</u>	<u>Non-Executive Directors</u>
	Cen Anbin	Jiao Shuge
	Zou Qixiong	Lin Dongliang
	Lin Gang	Wang Lin
		Zhou Quan

Independent Non-
Executive Directors
Kwong Kai Sing, Benny
Lo Wing Yan, William
Sun Tak Dee, Teddy

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	Name	Number of shares	Approximate percentage of Issued share capital
	IDGTechnology Venture Investment, Inc. ("IDGVC") *	85,988,578	21.35%
	International Data Group, Inc. ("IDG") *	85,988,578	21.35%
	Mr. Patrick McGovern *	85,988,578	21.35%
	CDH China Fund, L.P. **	52,780,750	13.10%
	CDH China Holdings Company Limited **	52,780,750	13.10%
	China Diamond Holdings Limited **	52,780,750	13.10%
	China Diamond Holdings, L.P. **	52,780,750	13.10%
	Heptad Ventures Limited **	52,780,750	13.10%

(*) IDGVC is a company wholly-owned by IDG, which is therefore deemed to be interested in the 85,988,578 shares held by IDGVC.

Mr. Patrick McGovern is beneficially interested in more than one-third of the share capital of IDG, Inc. and will be deemed to be interested in 85,988,578 shares.

(**) CDH China Fund, L.P. owns 100% of the issued voting share capital of Heptad Ventures Limited. China Diamond Holdings Company Limited is the General Partner of China Diamond Holdings, L.P., which in turn controls more than one-third of the voting rights of CDH China Holdings Company Limited, the General Partner of CDH China Fund, L.P.

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company	: Not applicable
Financial year end date	: 31 st December
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 in Hong Kong	: Room 2004 20 th Floor Gloucester Tower The Landmark Central Hong Kong
Web-site address (if applicable)	: www.superdata.com.cn
Share registrar	: Computershare Hong Kong Investor Services Limited
Auditors	: PricewaterhouseCoopers

B. Business activities

Development and sale of integrated business management software and off-the-shelf packaged software for SMEs (small-to-medium enterprises).

C. Ordinary shares

Number of ordinary shares in issue	:	402,837,043 shares
Par value of ordinary shares in issue	:	HK\$0.01
Board lot size (in number of shares)	:	10,000
Name of other stock exchange(s) on which ordinary shares are also listed	:	Not applicable

D. Warrants

Stock code	:	Not applicable
Board lot size	:	Not applicable
Expiry date	:	Not applicable
Exercise price	:	Not applicable
Conversion ratio <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	:	Not applicable
No. of warrants outstanding	:	Not applicable
No. of shares falling to be issued upon the exercise of outstanding warrants	:	Not applicable

E. Other securities

Options

No. of shares falling to be issued upon the exercise of outstanding options	:	53,937,981
---	---	------------

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:

Cen Anbin

Zou Qixiong

Lin Gang

Jiao Shuge

Lin Dongliang

Wang Lin

Zhou Quan

Lo Wing Yan, William

Sun Tak Dee, Teddy

Kwong Kai Sing, Benny