

FORMS RELATING TO LISTING

FORM F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name : **Chengdu Top Sci-Tech Company Limited**
成都托普科技股份有限公司

Stock code (ordinary shares) : **8135**

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 19 May 2005.

A. General

Place of incorporation : The People's Republic of China

Date of initial listing on GEM : 30 March 2001

Name of Sponsor(s) : N/A

Names of directors : *Executive Directors*
(please distinguish the
status of the directors -
Executive, Non-Executive
or Independent
Non-Executive)
Chen Bao Yu (陳寶玉)
Long Ji Gang (龍繼剛)
Chen Wei Xin (陳維信)

Non-executive Directors
Xu Jian Ping (許建平)

Independent non-executive Directors
Yang Ji Ke (楊紀珂)
Wang Ming Dong (王明東)
Xiao Bin (肖彬)

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	Percentage of shareholding
	Sichuan Topsoft Investment Company Limited	41.95% (Note 1)
	Sichuan Top Sci-Tech Development Company	22.70% (Note 2)

Note 1: Sichuan Topsoft Investment Company Limited directly holds 40.38 per cent of the entire issued share capital of the Company whereas Sichuan Top Computer Company Limited, its 82 per cent subsidiary holds 1.92 per cent of the entire issued share capital of the Company.

Note 2: Sichuan Top Sci-Tech Development Company directly holds 5.77 per cent of the entire issued share capital of the Company and through its subsidiaries, and associated company, i.e. Chengdu Tuoan Sci-Tech Information Company Limited, Chengdu Top Information Network Engineering Company Limited, Sichuan Topsoft Investment Company Limited and Sichuan Top Computer Company Limited, holds an aggregate of indirect interest of 16.93 per cent of the entire issued share capital of the Company.

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

Financial year end date : 31 December

Registered address : Top Technology City
Tu Qiao Industrial Development Zone
Jin Niu District
Chengdu
PRC

Head office and principal place of business : *Head office and principal place of business in the PRC*
Top Technology City
Tu Qiao Industrial Development Zone
Jin Niu District
Chengdu
PRC

Principal place of business in Hong Kong
1/F., 119 Waterloo Road
Kowloon
Hong Kong

Web-site address (if applicable) : www.topsci-tech.com

Share registrar : Hong Kong Share Registrars Limited
46/F., Hopewell Centre
183 Queen's Road East, Wan Chai
Hong Kong

Auditors : KLL Associates CPA Limited
Suite 1303, Shanghai Industrial Investment Building
60 Hennessy Road, Wan Chai
Hong Kong

B. Business activities

The Company and its subsidiaries (the "Group") is one of the major IT solutions providers to Government-Related Entities in the PRC and is principally engaged in the following businesses:

- provision of system solution services and other value added services, such as technology consultancy, after-sales support, installation of proprietary IT solutions into Contract Materials and training services, etc;
- research, development, production and distribution of core IT solutions for government administrations system; and
- purchases for and on behalf of the customers contract materials which are to be used in conjunction with the IT solution projects and sales of IT related products to customers.

The software systems developed by the Group are module-based, which allow them to be more easily customised to match the needs of different users and to be more easily adapted as their needs change.

C. Shares

Number of Domestic Shares in issue : 507,000,000

Number of H Shares in issue : 169,000,000 H Shares

Par value of H Shares in issue : RMB0.10

Board lot size (in number of shares): 5,000 H Shares

Name of other stock exchange(s) on which 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

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).

N/A

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:

Chen Bao Yu

Long Ji Gang

Chen Wei Xin

Xu Jian Ping

Yang Ji Ke

Wang Ming Dong

Xiao Bin