### 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: Inspur International Limited** 

Stock code (ordinary shares): 8141

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 1 February 2007.

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Place of incorporation: **Cayman Islands** Date of initial listing on GEM: 29 April 2004 Name of Sponsor(s):

Names of directors: (please distinguish the status of the directors - Executive, Non-Executive or Independent

Non-Executive)

**Executive Directors:** 

Mr. Sun Pishu

Mr. Zhang Lei

Mr. Wang Miao

Mr. Leung Chi Ho

Non-executive Directors:

Mr. Xin Wei Hua

Mr. Wang Hung, Alex

Mr. William James Fass

Mr. Marc Evan Brown

**Independent Non-executive Directors** 

Mr. Meng Xiang Xu

Mr. Liu Ping Yuan

Mr. Wong Lit Chor, Alexis

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 **Inspur Group Limited** 

270,000,000 shares representing 52.5% of the issued share capital of the Company

**Inspur Electronics (HK) Limited** 

270,000,000 shares representing 52.5% of the issued share capital of the Company

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

Financial year end date:

31 December

Registered address: Cricket Square, Hutchins Drive,

P.O. Box 2681, Grand Cayman KY1-1111,

Cayman Islands

Head office and principal place of business:

Room 726, Nan Fung Commercial Centre,

19 Lam Lok Street, Kowloon Bay,

Kowloon, Hong Kong

Web-site address (if applicable):

N/A

Share registrar:

Principal share registrar:

**Butterfield Bank (Cayman) Limited** 

Butterfield House, 68 Fort Street, P.O. Box 705,

George Town, Grand Cayman, Cayman Islands,

**British West Indies** 

Hong Kong branch share registrar:

**Computershare Hong Kong Investor Services Limited** 

46<sup>th</sup> Floor, Hopewell Centre,

183 Queen's Road East, Hong Kong

Auditors:

**Deloitte Touche Tohmatsu** 

#### B. Business activities

The Group is principally engaged in the distribution, reselling and sourcing of computer components, development in computer software and providing of IT advisory and technical support service.

## C. Ordinary shares

Number of ordinary shares in issue:	514,300,000
Par value of ordinary shares in issue:	HK\$0.01
Board lot size (in number of shares):	8,000
Name of other stock exchange(s) on	N/A
which ordinary shares are also listed:	
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D. Warrants	
Stock code:	N/A
Board lot size:	N/A
Expiry date:	N/A
Exercise price:	N/A
Conversion ratio: (Not applicable if the warrant is denominated in dollar value of conversion right)	N/A
No. of warrants outstanding:	N/A
No. of shares falling to be issued upon the exercise of outstanding	N/A

#### E. Other securities

warrants:

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).

### **Pre-IPO** share options

Share options granted pursuant to the pre-IPO share option scheme of the Company adopted on 8 April 2004 to subscribe for 40,000,000 ordinary shares of the Company at the exercise price of HK\$0.324 per Share. As at the date of this form, 24,000,000 shares are outstanding.

### **Share options**

Share options granted pursuant to the share option scheme of the Company adopted on 28 December 2004 to subscribe for 40,000,000 ordinary shares of the Company at the exercise price of HK\$0.28 per Share. As at the date of this form, 26,000,000 shares are outstanding.

Share options granted pursuant to the share option scheme of the Company adopted on 30 January 2007 to subscribe for 51,430,000 ordinary shares of the Company at the exercise price of HK\$0.56 per Share. As at the date of this form, 51,430,000 shares are outstanding.

# Series A senior redeemable convertible voting preferred shares

On 8 December 2005, 132,964,342 shares of series A senior redeemable convertible voting preferred shares were allotted and issued to Booth & Co as the nominee of Microsoft Corporation. Holder of the Preferred Shares shall be entitled to receive a fixed cumulative dividend on a quarterly basis in arrears in preference to any dividend on the Shares at the rate of 6% per annum of the principal amount of Preferred Shares.

On 21 April 2006, 101,315,217 shares of series A senior redeemable convertible voting preferred shares were allotted and issued to Booth & Co as the nominee of Microsoft Corporation. Holder of the Preferred Shares shall be entitled to receive a fixed cumulative dividend on a quarterly basis in arrears in preference to any dividend on the Shares at the rate of 6% per annum of the principal amount of Preferred Shares.

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

### Responsibility statement

Signed:

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.

Sun Pishu	Zhang Lei
Executive Director	Executive Director
Wang Miao	Leung Chi Ho
Executive Director	Executive Director
Xin Wei Hua	Wang Hung, Alex
Non-executive Director	Non-executive Director
Marc Evan Brown	William James Fass
Non-executive Director	Non-executive Director
Meng Xiang Xu Independent Non-executive Director	Liu Ping Yuan Independent Non-executive Director
Wong Lit Chor, Alexis Independent Non-executive Director	