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**Armitage Technologies Holding Limited**  
**(萬達資訊科技控股有限公司)\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8213)**

**(I) CHANGE OF CHAIRMAN, CHIEF EXECUTIVE OFFICER,  
COMPLIANCE OFFICER AND AUTHORISED REPRESENTATIVE;  
(II) RESIGNATION OF DIRECTORS  
AND  
(III) CHANGE OF THE MEMBERS OF THE AUDIT COMMITTEE**

The board of directors of the Company announces that the following changes took place, all with effect from 8 March 2010:

- 1) Mr. Lee Shun Hon, Felix has resigned as the chairman of the Board, the chief executive officer, the compliance officer and the authorised representative of the Company;
- 2) Mr. Tang Sing Ming Sherman has been appointed as the chairman of the Board, the chief executive officer, the compliance officer and one of the authorised representatives of the Company;
- 3) Ms. Jim Sui Fun and Mr. Lee Wai Yip, Alvin has resigned as executive Directors;
- 4) Dr. Liao, York has resigned as non-executive Director;
- 5) Mr. Anthony Francis Martin Conway, Mr. Chan Hang and Mr. Li Pak Ki have resigned as independent non-executive directors and the members of the audit committee of the Company;
- 6) Mr. Anthony Francis Martin Conway has resigned as the chairman of the audit committee of the Company; and
- 7) Mr. Bhanusak Asvaintra has been appointed as the chairman of the audit committee of the Company.

Reference is made to the composite document (the “**Composite Document**”) dated 12 February 2010 issued by First Glory Holdings Limited and Armitage Technologies Holding Limited (the “**Company**”). All capitalised terms used herein shall, unless otherwise defined, have the same meanings as those defined in the Composite Document.

The board of the directors (the “**Board**”) of the Company announces that the following changes took place, all with effect from 8 March 2010:

**1. Change of Chairman, Chief Executive Officer, Compliance Officer and Authorised Representative**

As a result of the Share Sale Completion and following the closing of the Offers, Mr. Lee Shun Hon, Felix (“**Mr. Felix Lee**”) has resigned as the chairman of the Board, the chief executive officer, the compliance officer and the authorised representative of the Company. Mr. Felix Lee will remain as an executive Director.

Mr. Tang Sing Ming Sherman (“**Mr. Tang**”), an executive Director, has been appointed as the chairman of the Board, the chief executive officer, the compliance officer and one of the authorised representatives of the Company.

**Mr. Tang**, aged 52, completed his tertiary education in the United States of America and is a seasoned entrepreneur in hospitality management and consultancy services. He owns a well-established hospitality group in Hong Kong which creates and operates a wide variety of food and beverage concepts. He has extensive experience in investment and operation of restaurants, cafes and bars.

Mr. Tang has entered into a service agreement with the Company commencing from 18 February 2010 for a term of three years and will be subject to removal and re-election pursuant to the articles of association of the Company. Pursuant to the terms of his service agreement with the Company, Mr. Tang is entitled to an annual emolument of HK\$120,000 which has been determined by the Board with reference to his duties and experience.

Mr. Tang is the sole legal and beneficial owner of First Glory Holdings Limited (“**First Glory**”), the controlling shareholder of the Company. As at the date of this announcement, First Glory directly holds 432,845,290 shares of the Company (representing approximately 56.19% of the existing total issued share capital in the Company) and convertible bonds issued by the Company pursuant to which a total of 800,000,000 new shares of the Company will be issued upon full conversion assuming that there is no adjustment to the initial conversion price of HK\$0.065 per share. Mr. Tang is deemed to be interested, within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”), in 1,232,845,290 shares of the Company.

Save as disclosed above, Mr. Tang (i) does not have any relationship with any directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold other positions with the Company and other members of the Group; (iv) has not held any directorship in the last three years prior to his appointment in any public companies the securities of which are listed on any securities market in Hong Kong or overseas. There is no information required to be disclosed pursuant to Rule 17.50(2) (h) to (v) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (“**GEM Listing Rules**”), nor are there any other matters relating to Mr. Tang that need to be brought to the attention of the holders of securities of the Company.

**Mr. Felix Lee**, aged 69, completed his tertiary and post graduate education at the University of California, Berkeley, in the United States of America. Mr. Felix Lee has over 30 years of experience in the information technology (“**IT**”) industry and has established a strong business network and close relationship with customers. He is currently in charge of strategic planning, business development and policy making of the Group’s IT businesses. Mr. Felix Lee is the father of Mr. Lee Wai Yip, Alvin (“**Mr. Alvin Lee**”). Mr. Alvin Lee has resigned as an executive Director as disclosed in this announcement, but will remain to be the Vice President — ERP Applications of Armitage Technologies Limited (“**ATL**”), the Director and General Manager of Armitage Technologies (Shenzhen) Limited (“**ATL (SZ)**”) within the Group.

Mr. Felix Lee has entered into a new service contract on 14 December 2009 which replaced the previous one. Under the new service contract, Mr. Felix Lee’s length of service is for an initial term of one year commencing from 14 December 2009 and will be subject to removal and re-election pursuant to the articles of association of the Company. Pursuant to the terms of his new service contract with the Company, Mr. Felix Lee is entitled to a fixed annual emolument of HK\$1,380,000 and a variable discretionary bonus at such amounts (if any) at such times and subject to such conditions as the Board may in its absolute discretion decide.

Mr. Felix Lee (i) does not have any relationship with any directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company save for the relationship with Mr. Alvin Lee disclosed above; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold other positions with the Company and other members of the Group except that Mr. Felix Lee is the director of ATL, ATL(SZ), Guangzhou Armitage Technologies Limited (“**GZATL**”), Armitage Technologies

Holding (BVI) Limited, Armitage Holdings Limited, Eastern Express Solutions Limited and Marvel Success Limited, all of which are subsidiaries of the Company. Mr. Felix Lee is also the chief executive officer of ATL; and (iv) has not held any directorship in the last three years prior to his appointment in any public companies the securities of which are listed on any securities market in Hong Kong or overseas. There is no information required to be disclosed pursuant to Rule 17.50(2) (h) to (v) of the GEM Listing Rules, nor are there any other matters relating to Mr. Felix Lee that need to be brought to the attention of the holders of securities of the Company.

## 2. Resignation of Directors and Members of the Audit Committee

As a result of the Share Sale Completion and following the closing of the Offers, Ms. Jim Sui Fun (“**Ms. Jim**”) and Mr. Alvin Lee have resigned as executive Directors; Dr. Liao, York (“**Dr. Liao**”) has resigned as non-executive Director; Mr. Anthony Francis Martin Conway (“**Mr. Conway**”), Mr. Chan Hang (“**Mr. Chan**”) and Mr. Li Pak Ki (“**Mr. Li**”) have resigned as independent non-executive Directors and the members of the audit committee of the Company; and Mr. Conway has resigned as the chairman of the audit committee of the Company.

Notwithstanding the above resignation as executive Directors, Mr Alvin Lee will remain to be the Vice President — ERP Applications of ATL and the Director and General Manager of ATL(SZ) within the Group, while Ms. Jim will remain to be the Director and chief executive officer of GZATL and the Director of ATL(SZ) within the Group.

In respect of the aforesaid changes of the chairman of the Board, the chief executive officer, the compliance officer and the authorized representative of the Company, and the resignation of Directors, each of Mr. Felix Lee, Ms. Jim, Mr. Alvin Lee, Dr. Liao, Mr. Conway, Mr. Chan and Mr. Li has confirmed that they have no disagreement with the Board and there are no matters relating to their resignation that needs to be brought to the attention of the shareholders of the Company.

## 3. Appointment of the Chairman of the Audit Committee

Mr. Bhanusak Asvaintra (“**Mr. Asvaintra**”), an independent non-executive Director, has been appointed as the chairman of the audit committee of the Company.

**Mr. Asvaintra**, aged 65, obtained degrees from University of Pennsylvania and University of Chicago. Mr. Asvaintra held senior executive positions with the Chase Manhattan Bank group in New York, Hong Kong and Singapore in the 1970s. In 1980, Mr. Asvaintra joined the Charoen Pokphand group of companies (the “**Pokphand Group**”) and retired as the chief executive officer of the Pokphand Group in 1998.

Mr. Asvaintra is currently an independent non-executive director of Dickson Concepts (International) Limited, a company incorporated in Bermuda and the shares of which are listed on The Stock Exchange of Hong Kong Limited (Stock Code: 113), since he was appointed to the post in September 2004.

Mr. Asvaintra has entered into a letter of appointment with the Company commencing from 18 February 2010 for a term of three years and will be subject to retirement by rotation in accordance with the articles of association of the Company. Pursuant to the terms of his letter of appointment with the Company, Mr. Asvaintra is entitled to an annual emolument of HK\$120,000 which has been determined by the Board with reference to his duties and experience.

Save as disclosed above, Mr. Asvaintra (i) does not have any relationship with any directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold other positions with the Company and other members of the Group; (iv) has not held any directorship in the last three years prior to his appointment in any public companies the securities of which are listed on any securities market in Hong Kong or overseas. There is no information required to be disclosed pursuant to Rule 17.50(2) (h) to (v) of the GEM Listing Rules, nor are there any other matters relating to Mr. Asvaintra that need to be brought to the attention of the holders of securities of the Company.

The Board would like to extend its gratitude to Ms. Jim, Mr. Alvin Lee, Dr. Liao, Mr. Conway, Mr. Chan and Mr. Li for their valuable efforts and contributions to the Board and the Company during their term of appointments, and offers its best wishes to them.

By order of the Board of  
**Armitage Technologies Holding Limited**  
**Tang Sing Ming Sherman**  
*Executive Director*

Hong Kong, 8 March 2010

*As at the date of this announcement, the Company's executive Directors are Mr. Tang Sing Ming Sherman, Mr. Lee Shun Hon, Felix; the independent non-executive Directors are Mr. Bhanusak Asvaintra, Mr. Chan Kam Fai Robert and Mr. Chung Kwok Keung Peter.*

*This announcement, for which the Director of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited for the*

*purpose of giving information with regard to the Company. 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 any statement in 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 GEM website on the “Latest Company Announcements” page for at least 7 days from the date of its posting.*

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