

FORMS RELATING TO LISTING

FORM F

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, make no representation as to its accuracy or completeness and expressly disclaim 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: Armitage Technologies Holding Limited

Stock code (ordinary shares): 8213

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 27 May 2010

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 18 March 2003

Name of Sponsor(s): N/A

Names of directors: Executive Directors:
(*please distinguish the status of the directors* Mr. Tang Sing Ming Sherman
- Executive, Non-Executive or Independent Mr. Lee Shun Hon, Felix
Non-Executive)

Independent Non- Executive Directors:
Mr. Bhanusak Asvaintra
Mr. Chan Kam Fai Robert
Mr. Chung Kwok Keung Peter

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

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	<table border="0"> <thead> <tr> <th style="text-align: left;"><u>Name of shareholder</u></th> <th style="text-align: left;"><u>Approx. percentage of interest</u></th> </tr> </thead> <tbody> <tr> <td>First Glory Holdings Limited (note 1)</td> <td>58.58%</td> </tr> <tr> <td>Tang Sing Ming Sherman (note 2)</td> <td>58.58%</td> </tr> </tbody> </table>	<u>Name of shareholder</u>	<u>Approx. percentage of interest</u>	First Glory Holdings Limited (note 1)	58.58%	Tang Sing Ming Sherman (note 2)	58.58%
<u>Name of shareholder</u>	<u>Approx. percentage of interest</u>						
First Glory Holdings Limited (note 1)	58.58%						
Tang Sing Ming Sherman (note 2)	58.58%						

Notes:

1. First Glory Holdings Limited ("First Glory") directly holds 632,845,290 ordinary shares of the Company (representing approximately 58.58% of the existing total issued share capital in the Company). First Glory also holds convertible bonds ("Convertible Bonds") issued by the Company in the aggregate principal amount of HK\$39 million pursuant to which a total of 600,000,000 ordinary 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.
2. Tang Sing Ming Sherman ("Mr. Tang") is the sole legal and beneficial owner of First Glory. 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), in the said 632,845,290 ordinary shares of the Company and the Convertible Bonds which First Glory is interested in.

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

Nil

Financial year end date:

31 March

Registered address:

Ugland House, PO Box 309GT, South Church Street, George Town, Grand Cayman, Cayman Islands.

Head office and principal place of business:

10 Floor, Everwin Centre, 72 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Web-site address (if applicable):

www.armitage.com.hk

Share registrar:

Principal Share Registrar:
Butterfield Bank (Cayman) Limited
Butterfield House, 68 Fort Street,
P.O. Box 705, George Town,
Grand Cayman, Cayman Islands.

Hong Kong Branch Share Registrar and Transfer Office:
Computershare Hong Kong Investor Services Limited
46th Floor, Hopewell Centre,
183 Queen's Road East,
Hong Kong

Auditors:

PKF
Certified Public Accountants
26th Floor, Citicorp Centre,
18 Whitfield Road,
Causeway Bay, Hong Kong

B. Business activities

The principal business of the Company and its subsidiaries is the provision of information solutions and designing, development and sale of application software packages.

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

C. Ordinary shares

Number of ordinary shares in issue: 1,080,300,000

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: Nil

D. Warrants

Stock code: Nil

Board lot size: Nil

Expiry date: Nil

Exercise price: Nil

Conversion ratio: Nil
(Not applicable if the warrant is denominated in dollar value of conversion right)

No. of warrants outstanding: Nil

No. of shares falling to be issued upon the exercise of outstanding warrants: Nil

E. Other securities

Details of any other securities in issue.

- (1) Convertible Bonds: Unlisted convertible bonds issued by the Company and held by First Glory Holdings Limited in the aggregate principal amount of HK\$39 million pursuant to which a total of 600,000,000 ordinary 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.
- (2) Share Options: Outstanding share options were granted by the Company under the Company's employee share option scheme to subscribe for 2,000,000 ordinary shares of HK\$0.01 each in the share capital of the Company.

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 STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

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:

Tang Sing Ming Sherman

Lee Shun Hon, Felix

Bhanusak Asvaintra

Chan Kam Fai Robert

Chung Kwok Keung Peter