

# 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** : MAXITECH INTERNATIONAL HOLDINGS LIMITED

**Stock code (ordinary shares)** : 8136

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 25th June 2007.

#### A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 21st May 2002

Name of Sponsor(s) : NIL

Names of directors : *Executive director*  
*(please distinguish the status of the directors – Executive, Non-Executive or Independent Non-Executive)* Mr. Pong Wai San, Wilson  
*Non-executive director*  
Mr. Li Chi Chung

*Independent non-executive directors*  
Mr. Koo Fook Sun, Louis  
Mr. Lai Hin Wing, Henry  
Mr. Lung Hung Cheuk

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 held	Percentage of shareholding in the Company (%)
	Pong Wai San, Wilson	936,794,000 (Note 1)	42.10
		306,000,000	13.75
	Virtue Partner Group Limited (Note 1)	936,794,000	42.10
	Richfield (Holdings) Limited (Note 2)	760,000,000	34.16
	Au Wing Wah (Note 2)	760,000,000	34.16

*Notes:*

1. These shares are beneficially owned by Virtue Partner Group Limited, a company wholly owned by Mr. Pong Wai San, Wilson.
2. These shares are beneficially owned by Richfield (Holdings) Limited, a company wholly owned by Mr. Au Wing Wah. These shares comprise 425,000,000 shares of the Company issued upon the partial conversion of the convertible bond issued on 29th May 2007 (the "Convertible Bond") and the balance of the Convertible Bond of HK\$201,000,000 which can be convertible into 335,000,000 shares of the Company at an initial conversion price of HK\$0.6 per share (subject to adjustments in accordance with the terms of the convertible bond) during its conversion period. Further details of the Convertible Bond are set out in Section E headed "Other securities" below and the Company's circular dated 10th May 2007.

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 : 31st March

Registered address : Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

Head office and principal place of business	:	Unit 1209, 12/F Silvercord Tower 2 30 Canton Road Tsim Sha Tsui Kowloon Hong Kong
Web-site address (if applicable)	:	ir.sinodelta.com.hk/richfieldgp/
Share registrar	:	<i>Principal share registrar and transfer office</i> Bank of Bermuda (Cayman) Limited P.O. Box 513 G.T. 2nd Floor, Strathvale House North Church Street George Town Grand Cayman Cayman Islands British West Indies  <i>Branch share registrar and transfer office</i> Tengis Limited 26th Floor, Tesbury Centre 28 Queen's Road East Wanchai Hong Kong
Auditors	:	Grant Thornton <i>Certified Public Accountants</i> 13th Floor The Landmark 15 Queen's Road Central Hong Kong

## **B. Business activities**

The Company and its subsidiaries (the "Group") is principally engaged in the retail and wholesale of bags and accessories and trading of used computers and the provision of property brokerage services, carrying out schemes for property consolidation, assembly, redevelopment and property trading in Hong Kong.

## **C. Ordinary shares**

Number of ordinary shares in issue	:	2,225,000,000 Shares
Par value of ordinary shares in issue	:	HK\$0.01 each
Board lot size (in number of shares)	:	8,000 Shares

Name of other stock exchange(s) : Not applicable  
on which ordinary shares are  
also listed

#### **D. Warrants**

Stock code : Not applicable

Board lot size : Not applicable

Expiry date : Not applicable

Exercise price : Not applicable

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

No. of warrants outstanding : Not applicable

No. of shares falling to be : Not applicable  
issued upon the exercise of  
outstanding warrants

#### **E. Other securities**

##### *Convertible Bond*

Pursuant to an acquisition agreement dated 10th April 2007 (the “Agreement”) entered into between the Company and Richfield (Holdings) Limited, the Convertible Bond of HK\$456,000,000 was issued upon the completion of the Agreement on 29th May 2007. The Convertible Bond can be converted into shares of the Company at an initial conversion price of HK\$0.6 per share (subject to adjustments in accordance with the terms of the Convertible Bond) during its conversion period. On 1st June 2007, Richfield (Holdings) Limited exercised its conversion rights to convert part of the Convertible Bond of HK\$255,000,000 into 425,000,000 shares of the Company. After the conversion and as at 25th June 2007, the balance of the Convertible Bond is HK\$201,000,000. Further details of the Convertible Bond are set out in the Company’s circular dated 10th May 2007.

#### **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:

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PONG WAI SAN, WILSON

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LI CHI CHUNG

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KOO FOOK SUN, LOUIS

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LAI HIN WING, HENRY

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LUNG HUNG CHEUK