

APPENDIX 5

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 : **Sys Solutions Holdings Limited**

Stock code (ordinary shares) : **8182**

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 July 2005.

A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 18 February 2003

Name of Sponsor(s) : Celestial Capital Limited

Names of directors : Mr. Lam Chi Shing (*Executive Director*)
Mr. Chan Chi Hung (*Executive Director*)
Mr. Yuen Kin Tong (*Non-Executive Director*)
Mr. Lau Siu Ki Kevin
(*Independent Non-Executive Director*)
Mr. Wong Man Chung Francis
(*Independent Non-Executive Director*)
Mr. Wang Yat Yee Mark
(*Independent Non-Executive Director*)

| | | |
|---|---|--|
| 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 | : | Cyber Mission Ventures Limited (144,044,550 shares, app. 36.3584%) Cyber Profit Group Limited (51,795,450 shares, app. 13.0737%) |
| Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company | : | N.A. |
| Financial year end date | : | 31 July |
| Registered address | : | Century Yard, Cricket Square, Hutchins Drive P.O. Box 2681 GT, George Town, Grand Cayman, British West Indies |
| Head office and principal place of business | : | Unit A, 7th Floor, Guangdong Investment Tower, 148 Connaught Road Central, Hong Kong |
| Web-site address (if applicable) | : | www.syssolutions.net |
| Share registrar | : | Bank of Butterfield International (Cayman) Limited (Principal share registrar) and Tengis Limited (Hong Kong branch share registrar and transfer office) |
| Auditors | : | Ernst & Young |

B. Business activities

The Company and its subsidiaries (together the “Group”) are principally engaged in the provision of network infrastructure solutions and services in Hong Kong as well as Shanghai and the Guangdong Province, the People’s Republic of China. The Group designs, installs, implements and maintains a wide range of network infrastructure solutions and services, including infrastructure construction and infrastructure maintenance and reinforcement which are basic solutions and services to set up, maintain, reinforce and enhance the security, functionality and efficiency of its customers’ networks and computer systems. In addition, the Group also offers other professional value-added solutions and services to its customers in order to enhance the functionality and extensibility of their networks and computer systems.

C. Ordinary shares

| | | |
|--|---|-------------|
| Number of ordinary shares in issue | : | 396,180,000 |
| Par value of ordinary shares in issue | : | HK\$0.01 |
| Board lot size (in number of shares) | : | 6,000 |
| Name of other stock exchange(s) on which ordinary 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 <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i> | : | 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).

N.A.

(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:

Mr. Lam Chi Shing

Mr. Chan Chi Hung

Mr. Yuen Kin Tong

Mr. Lau Siu Ki Kevin

Mr. Wong Man Chung Francis

Mr. Wang Yat Yee Mark