

FORMS RELATING TO LISTING

Form F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name : **ITE (Holdings) Limited**

Stock code (ordinary shares): **8092**

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 5 September 2005.

A. General

Place of incorporation : The Cayman Islands

Date of initial listing on GEM : 21 February 2001

Name of Sponsor(s) : N/A

Names of directors : *Executive Directors*
(please distinguish the status of the directors -
Executive, Non-Executive or Independent
Non-Executive) : Lau Hon Kwong, Vincent
George Roger Manho
Cheng Kwok Hung
Liu Hoi Wah

Independent Non-Executive Directors
Lee Peng Fei, Allen
Kam Hau Choi, Anthony
Tang Siu, Henry

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	Shareholder	No. of Shares	Percentage of issued share capital
	Rax-Comm (BVI) Limited (Note)	456,250,348	50.27%
	George Roger Manho	83,142,254	9.16%
	Lau Hon Kwong, Vincent	456,250,348	50.27%
	Cheng Kwok Hung	456,250,348	50.27%

Note:

Rax-Comm (BVI) Limited is owned as to 46.21% by Lau Hon Kwong, Vincent, as to 8.58% by Lau Yuet Ping, as to 9.10% by Lau Hoi Chuen and as to 36.11% by Cheng Kwok Hung.

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 March
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	:	Units 1717-20, Level 17, Tower I Grand Century Place 193 Prince Edward Road West Mongkok, Kowloon, Hong Kong
Web-site address (if applicable)	:	www.hkite.com
Share registrar	:	Hong Kong Registrars Limited 46 th Floor, Hopewell Centre, 183 Queen's Road East Wan Chai Hong Kong
Auditors	:	RSM Nelson Wheeler 7 th Floor, Allied Kajima Building 138 Gloucester Road Hong Kong

B. Business activities

The business of the Group includes design, provisions and implementation of smartcard and radio frequency identification (“RFID”) solutions, relevant project management, hardware and software development and supply, system integration and after-sales services and maintenance. Besides, the Group’s subsidiaries, Qesco Information Services Limited also provides application design, development and implementation, application enhancement and system maintenance, system integration services, IT evaluation and operation services, feasibility studies, training and system performance tuning which may not utilise any smartcard or RFID technology while Qesco Systems Limited provides staffing and recruitment services in information technology field.

C. Ordinary shares

Number of ordinary shares in issue	:	907,536,000
Par value of ordinary shares in issue	:	HK\$0.01 per each ordinary share
Board lot size (in number of shares)	:	4,000
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

Number of share options granted and outstanding	:	82,040,000
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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:

Lau Hon Kwong, Vincent

George Roger Manho

Cheng Kwok Hung

Liu Hoi Wah

Lee Peng Fei, Allen

Kam Hau Choi, Anthony

Tang Siu, Henry