

## 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 11 August 2016

#### **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  
Cheng Kwok Hung  
Liu Hoi Wah

*Independent Non-Executive Directors*  
Lee Peng Fei, Allen  
Kam Hau Choi, Anthony  
Wong Wang Fat, Andrew

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 <i>(Note)</i>	241,102,348	26.00%
	George Roger Manho	63,142,254	6.81%
	Lau Hon Kwong, Vincent	247,210,348	26.66%
	Cheng Kwok Hung	117,392,000	12.66%

*Note:*

Rax-Comm (BVI) Limited is owned as to 76.39% by Lau Hon Kwong, Vincent and as to 23.61% by Lau Yuet Ping.

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	:	Cricket Square Hutchins Drive P.O. Box 2681 Grand Cayman KY1-1111 Cayman Islands
Head office and principal place of business	:	Units C & D, 1/F, Por Yen Building 478 Castle Peak Road Kowloon Hong Kong
Web-site address (if applicable)	:	www.hkite.com
Share registrar	:	<i>Principal Share Registrar and Transfer Office</i> Codan Trust Company (Cayman) Limited Cricket Square Hutchins Drive P.O. Box 2681 Grand Cayman KY1-1111 Cayman Islands  <i>Hong Kong Branch Share Registrar and Transfer Office</i> Hong Kong Registrars Limited Shops 1712-1716, 17 <sup>th</sup> Floor Hopewell Centre 183 Queen's Road East Wan Chai Hong Kong

Auditors : Baker Tilly Hong Kong Limited  
2<sup>nd</sup> Floor, 625 King's Road  
North Point  
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 Systems Limited provides staffing and recruitment services in information technology field, it 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.

**C. Ordinary shares**

Number of ordinary shares in issue : 927,356,000

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 : N/A  
*(Not applicable if the warrant is denominated in dollar value of conversion right)*

No. of warrants outstanding : N/A

No. of shares falling to be issued upon the exercise of outstanding warrants : N/A

**E. Other securities**

On 9 July 2015, the Company granted share options to certain eligible participants to subscribe for an aggregate of 10,950,000 ordinary shares of HK\$0.01 each in the share capital of the Company under the share option scheme of the Company adopted on 8 August 2011. These share options are all still outstanding.

## **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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Lau Hon Kwong, Vincent

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Cheng Kwok Hung

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Liu Hoi Wah

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Lee Peng Fei, Allen

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Kam Hau Choi, Anthony

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Wong Wang Fai, Andrew