

# 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 :** Angels Technology Company Limited

**Stock code (ordinary shares):** 8112

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 November 2003.

#### A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 30 August, 2001

Name of Sponsor(s) : Goldbond Capital (Asia) Limited

Names of directors : **Executive Directors**  
*(please distinguish the status of the directors -Executive, Non-Executive or Independent Non-Executive)*  
Mr. Yan, Daniel X.D  
Mr. Lau, Andrew Kim  
Mr. Zhu Quan  
Ms. Shek Ying, Christine

#### Independent non-executive Directors

Mr. Yang Xiaoping  
Mr. Zhao Ming

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 or attributable number of Shares held immediately after the Placing	Percentage of shareholding or attributable percentage of shareholding immediately after the Placing (Note 1)
	Mr. Yan Daniel X.D. (Note 2)	76,900,000	37.7
	Sebastian International Holdings Limited	76,900,000	37.7

Mr. Lau, Andrew, Kim (Note 3)	35,100,000	17.2
Mitac International Holdings Limited	35,100,000	17.2

Notes:-

- (1) Assuming that the options granted or to be granted under the Share Option Scheme are not exercised
- (2) The shareholding attributable to Mr. Yan, Daniel X.D. in the Company is held through Sebastian International Holdings Limited, an investment holding company incorporated in the British Virgin Islands wholly owned by Mr. Yan, Daniel X.D. who is the Chairman and an executive Director of the Company.
- (3) The shareholding attributable to Mr. Lau, Andrew Kim in the Company is held through Mitac International Holdings Limited, an investment holding company incorporated in the British Virgin Islands wholly owned by Mr. Lau, Andrew Kim who is an executive Director of the Company.

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 December

Registered address : Century Yard  
Cricket Square  
Hutchins Drive  
P.O. Box 2681GT  
George Town  
Grand Cayman  
British West Indies

Head office and principal place of business : Room 2712, 27th Floor  
West Tower, Shun Tak Centre  
168-200 Connaught Road Central  
Hong Kong

Web-site address (if applicable) : N/A

Share registrar : **Principal share registrar and transfer office:**  
Bank of Butterfield International (Cayman) Ltd.  
Butterfield House  
Fort Street  
P.O. Box 705  
George Town  
Grand Cayman  
Cayman Islands  
British West Indies

**Hong Kong branch share registrar and transfer office:**  
Abacus Share Registrars Limited  
G/F, Bank of East Asia Harbour View Centre  
56 Gloucester Road, Wanchai,  
Hong Kong

Auditors : RSM Nelson Wheeler  
Certified Public Accountants  
7th Floor, Ailled Kajima Building,  
138 Gloucester Road,  
Hong Kong

**B. Business activities**

The Group is principally engaged in the provision of transportation technology solutions in respect of toll collection, traffic surveillance, optical fibre road network communication and power supply systems for highways in the PRC.

**C. Ordinary shares**

Number of ordinary shares in issue : 204,000,000 Shares

Par value of ordinary shares in issue : HK\$0.10

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**

Save as disclosed in Item C above, the Company does not have any other securities in issue.

## 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:

\_\_\_\_\_  
Yan, Daniel X.D.

\_\_\_\_\_  
Lau, Andrew Kim

\_\_\_\_\_  
Zhu Quan

\_\_\_\_\_  
Shek Ying, Christine

\_\_\_\_\_  
Yang Xiaoping  
By his lawful attorney  
Yan, Daniel X.D.

\_\_\_\_\_  
Zhao Ming  
By his lawful attorney  
Yan, Daniel X.D.