

# FORMS RELATING TO LISTING

## Form F

### The Growth Enterprise Market (GEM)

#### Company Information Sheet

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**Company name** : **ThinSoft (Holdings) Inc**

**Stock code (ordinary shares)** : **8096**

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 1 December 2008.

#### **A. General**

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 27 February 2002

Name of Sponsor(s) : N/A

Name of directors : Executive Directors:  
 (please distinguish the status of the directors – Executive, Non-Executive or Independent Non-Executive)  
 Mr. Yu Won Kong, Dennis  
 Mr. Yue Wai Keung

Non-Executive Director:  
 Mr. Chan Kwan Pak  
 Mr. Lam Kit Sun

Independent Non-Executive Directors:  
 Mr. Chen Tzysh-Trong  
 Mr. Lee Chung Mong  
 Mr. Yeung Chi Hung

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	Approximate percentage of shareholding
	Inno Smart Group Limited (note 1)	375,000,000 (corporation interest)	74.81%
	Yu Won Kong, Dennis (note 2)	630,000 (beneficial interest)	0.13%
		375,000,000 (corporation interest)	74.81%
	Ho Siu Lan, Sandy (note 2)	375,630,000 (family interest)	74.94%
	Yue Wai Keung (note 3)	375,000,000 (corporation interest)	74.81%
	Man Wing Tuen (note 3)	375,000,000 (family interest)	74.81%

Notes:

- Inno Smart Group Limited (“Inno Smart”) is beneficially owned 50% by Strong Choice Investments (Holding) Ltd (“Strong Choice”) and 50% by Billion Sky Resources Ltd (“Billion Sky”). For the purpose of Part XV of the SFO, each of Strong Choice and Billion Sky is deemed to be interested in the shares of the Company held by Inno Smart.

2. Strong Choice is wholly owned by Mr. Yu Won Kong, Dennis (“Mr. Yu”), the executive director of the Company. Ms. Ho Siu Lan, Sandy (“Ms. Ho”) is the spouse of Mr. Yu. For the purpose of Part XV of SFO, Mr. Yu is deemed to be interested in the shares of the Company which Strong Choice is interested in and Ms. Ho is deemed to be interested in the shares of the Company which Mr. Yu is interested in.
  
3. Billion Sky is wholly owned by Mr. Yue Wai Keung (“Mr. Yue”), the executive director of the Company. Ms. Man Wing Tuen (“Ms. Man”) is the spouse of Mr. Yue. For the purpose of Part XV of SFO, Mr. Yue is deemed to be interested in the shares of the Company which Billion Sky is interested in and Ms. Man is deemed to be interested in the shares of the Company which Mr. Yue is interested in.

Name(s) of company(ies) listed : NIL  
on GEM or the Main Board  
of the Stock Exchange within  
the same group as the Company

Financial year end date : 31 December

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

Head office and principal : 6<sup>th</sup> New Henry House  
Place of business : No. 10 Ice House Street  
Central  
Hong Kong

Web-site address (if applicable) : [www.thinsoftinc.com](http://www.thinsoftinc.com)

Share registrar : Principal share registrar:  
Bank of Bermuda (Cayman) Limited

Hong Kong share registrar:  
Hong Kong Registrars Limited

Auditors : PricewaterhouseCoopers Limited

## **B. Business activities**

The Company and its subsidiaries are principally engaged in the research, development, sales and marketing of thin computing solutions products, which include software and hardware accessories, and the provision of related customization engineering work.

## **C. Ordinary shares**

Number of ordinary shares in issue: 501,255,000

Par value of ordinary shares in issue: HK\$0.05

Board lot size (in number of shares): 5,000

Name of other stock exchange(s) : N/A  
On which ordinary shares are  
Also listed

## **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 : N/A  
issued upon the exercise of  
outstanding warrants

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

Number of Pre-IPO share option : N/A  
granted and outstanding under  
the pre-IPO Share Option  
Scheme (as defined in the  
prospectus of the Company  
dated 19 February 2002)

#### **Responsibility statement**

The directors of the Company (the “Directors”) as at the date hereof 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.