

# FORMS RELATING TO LISTING

## Form F

### The Growth Enterprise Market (GEM)

#### Company Information Sheet

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**Company name** : Mobile Telecom Network (Holdings) Limited

**Stock code (ordinary shares)** : 8266

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 .....24 November 2010.....

#### A. General

Place of incorporation : *Cayman Islands*

Date of initial listing on GEM : 9 May 2003

Name of Sponsor(s) : N/A

Names of directors : **Executive Directors**

*Dr. Chan Chung*  
*Mr. Chan Wai Kwong, Peter*  
*Mr. Siu King Nin, Peter*  
*Mr. Choi Ho Yan*

#### **Independent Non-executive Directors**

*Mr. Chiu Wai Piu*  
*Mr. Cheung Kwan Hung, Anthony*  
*Mr. Heung Chee Hang, Eric*

| Name(s) of substantial shareholder(s):<br>(as such term is defined in rule 1.01<br>of the GEM Listing Rules) and their<br>respective interests in the ordinary<br>shares and other securities of the<br>Company | Name | Number of<br>Shares | Approximate<br>percentage of<br>the entire<br>issued share<br>capital |
|---|------|---------------------|---|
|---|------|---------------------|---|

|   |                    |              |
|---|--------------------|--------------|
| <i>China Oil<br/>Resources<br/>Group Limited<br/>(Note)</i> | <i>177,785,861</i> | <i>31.23</i> |
|---|--------------------|--------------|

*Note: -  
China Oil Resources Group Limited, a company  
incorporated in the British Virgin Islands with  
limited liability, is an investment holding company  
which is directly wholly owned by PetroAsian  
Energy Holdings Limited, a company  
incorporated in the Cayman Islands with limited  
liability and whose shares are listed on the Main  
Board of the Exchange (stock code: 850).*

|   |                   |              |
|---|-------------------|--------------|
| <i>Vodatel Information<br/>Limited<br/>(Note)</i> | <i>77,709,696</i> | <i>13.65</i> |
|---|-------------------|--------------|

*Notes: -*

*Vodatel Information Limited is a direct and  
wholly owned subsidiary of VDT Mobile Holdings  
Limited which is a direct and wholly owned  
subsidiary of Vodatel Holdings Limited, a direct  
and wholly owned subsidiary of Vodatel Networks  
Holdings Limited ("Vodatel"). Vodatel is a  
company incorporated in Bermuda whose shares  
are listed on GEM (Stock code: 8033).*

|  |                   |              |
|--|-------------------|--------------|
| <i>Ever Champion<br/>Trading Limited</i> | <i>90,000,000</i> | <i>15.81</i> |
|--|-------------------|--------------|

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 in Hong Kong : *Room 2516, 25<sup>th</sup> Floor  
North Tower, Concordia Plaza  
1 Science Museum Road  
Tsim Sha Tsui  
Kowloon  
Hong Kong*
- Web-site address (if applicable) : *http:// [www.mtelnet.com](http://www.mtelnet.com)*
- Share registrar : ***Principal share registrar and transfer office:***  
  
*Bank of Butterfield International (Cayman) Ltd.  
Butterfield House  
68 Fort Street  
P.O. Box 705  
George Town  
Grand Cayman  
Cayman Islands  
British West Indies*
- : ***Hong Kong branch share registrar and transfer office:***  
  
*Computershare Hong Kong Investor Services Limited  
Rooms 1806-1807, Hopewell Centre  
183 Queen's Road East  
Hong Kong*
- Auditors : *Ting Ho Kwan & Chan  
Certified Public Accountants  
9th Floor, Tung Ning Building  
249-253 Des Voeux Road Central  
Hong Kong*

**B. Business activities**

*The Group is a mobile data solutions provider engaged in the development and provision of mobile data solutions that enable mobile telecommunication operators, hardware manufacturer, information technology-related companies including software/applications developers and enterprises, such as financial institutions and media companies, to deliver data to users of various types of wireless terminals including pocket personal computers, mobile phones and personal digital assistants. The Group provides wireless data platforms and wireless solutions which are capable of leveraging existing and future telecommunication networks to deliver data via various types of wireless terminals. The Group's mobile data solutions facilitate its customers to overcome the existing technology hurdles and enable them to expand their business into the mobile data market to provide advanced telecommunication services over the wired and wireless networks.*

**C. Ordinary shares**

|  |                       |
|--|-----------------------|
| Number of ordinary shares in issue                                       | : 569,342,976 Shares  |
| Par value of ordinary shares in issue                                    | : US\$0.01 each Share |
| Board lot size (in number of shares)                                     | : 8,000               |
| 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<br>(Not applicable if the warrant is denominated in dollar value of conversion right) | : 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 under the pre-IPO share option scheme and outstanding | : 630,000    |
| Number of share options granted under the share option scheme and outstanding         | : 19,174,452 |
| Number of other options granted and outstanding                                       | : 3,000,000  |

## 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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Dr. Chan Chung

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Mr. Chan Wai Kwong, Peter

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Mr. Siu King Nin, Peter

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Mr. Choi Ho Yan

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Mr. Chiu Wai Piu

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Mr. Cheung Kwan Hung, Anthony

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Mr. Heung Chee Hang, Eric