

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*
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Stock code (ordinary shares): *8266*
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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 *7 May, 2003*
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A. General

Place of incorporation : *Cayman Islands*

Date of initial listing on GEM : *9 May, 2003*

Name of Sponsors : *Kim Eng Capital (Hong Kong) Limited (Sponsor)*
REXCAPITAL (Hong Kong) Limited (Co-sponsor)

Names of Directors: : ***Executive Directors***

Mr. Chan Chung
Mr. Chan Wai Kwong, Peter

Non-executive Directors

Mr. Chen Man Lung
Mr. Goh Yu Min
Ms. Monica Maria Nunes

Independent non-executive Directors

Mr. Jeffery Matthew Bistrong
Mr. Yin Pi-tak, Peter

Names of substantial shareholders : *Name* *Number of Shares* *Approximate percentage of the entire issued share capital*
(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

Silicon Asia Limited (Note) 180,265,861 41.0

Note:-

Silicon Asia Limited, a company incorporated in the British Virgin Islands, is an investment holding company which is directly wholly owned by Mr. Chan Chung.

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

Financial year end date : *31 March*

Registered address : *Huntlaw Building
P.O. Box 2804
George Town
Grand Cayman
Cayman Islands
British West Indies*

Head office and principal place of business in Hong Kong : *Room 2805, China Resources Building
26 Harbour Road
Wanchai
Hong Kong*

Web-site address : *http: www.mtelnet.com*

Share registrars : ***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*

Share registrars (cont'd) *Hong Kong branch share registrar and transfer office:
Computershare Hong Kong Investor Services Limited
Rooms 1901-5, Hopewell Centre
183 Queen's Road East
Hong Kong*

Auditors : *PricewaterhouseCoopers
Certified Public Accountants
22nd Floor Prince's Building
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 manufacturers, 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 : *440,000,000 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 (Not applicable if the warrant is denominated in : *N/A*

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:

Convertible notes issued and remain outstanding : *Principal amount - HK\$5,000,000*
Interest – 1% per annum, payable in arrears on a half-year basis on 30 September and 31 March in each year
Convertible right – right to convert the whole (but not part) of the principal amount of the note into shares in the Company

Number of share options granted under the pre-IPO share option scheme and outstanding : *2,530,000*

Number of other options granted and outstanding : *5,042,133*

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 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:

Mr. Chan Chung

Mr. Chan Wai Kwong, Peter

Mr. Chen Man Lung

Mr. Goh Yu Min
By his lawful attorney
Mr. Chan Chung

Ms. Monica Maria Nunes
By her lawful attorney
Mr. Chan Chung

Mr. Jeffery Matthew Bistrong
By his lawful attorney
Mr. Chan Chung

Mr. Yin Pi-tak, Peter
By his lawful attorney
Mr. Chan Chung