

## FORMS RELATING TO LISTING

### Form F

#### The Growth Enterprise Market ("GEM")

#### Company Information Sheet

The Stock Exchange of Hong Kong Limited ("Exchange") 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 : Vodatel Networks Holdings Limited**

**Stock code (ordinary shares): 8033**

This information sheet contains certain particulars concerning the above company ("Company") which is listed on GEM of 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 GEM ("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 14th May, 2007.

#### **A. General**

Place of incorporation	:	Bermuda
Date of initial listing on GEM	:	25th February, 2000
Name of Sponsor(s)	:	Not applicable ("N/A")
Names of directors (please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive)	:	<u>Executive:</u> José Manuel dos Santos Yim Hong Kuan Kin Man Monica Maria Nunes  <u>Independent Non-Executive:</u> Chui Sai Cheong Lo King Chiu Charles Fung Kee Yue Roger
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	:	Eve Resources Limited: 293,388,000 ordinary shares (Taking into account of the full exercise of Over- allotment Options.)

Name(s) of company(ies) listed on GEM or the Main Board of the Exchange within the same group as the Company	:	N/A
Financial year end date	:	31st December
Registered address	:	Clarendon House, 2 Church Street, Hamilton HM11, Bermuda
Head office and principal place of business	:	74 da Rua da Felicidade, Edificio Vodatel, Taipa, the Macao Special Administrative Region of the People's Republic of China ("Macao")
Principal place of business in Hong Kong	:	Room 713B, 7th Floor Block B, Seaview Estate, 2-8 Watson Road, North Point, the Hong Kong Special Administrative Region of the People's Republic of China ("Hong Kong")
Web-site address (if applicable)	:	<a href="http://www.vodatelsys.com">http://www.vodatelsys.com</a>
Share registrar (Hong Kong)	:	Abacus Share Registrars Limited
Auditors	:	PricewaterhouseCoopers

## ***B. Business activities***

Headquartered in Macao and listed on GEM, the Company and its subsidiaries (collectively referred to as the "Group") carry the vision to deliver high quality communications infrastructural solutions to customers, allowing them to manage their business and reach out for information, anywhere and anytime. The Group principally engages in the provision of network and system infrastructure and operation support systems.

The Group provides an integrated span of services in network and system infrastructure, ranging from network and system planning, design, provision of equipment and software, installation and implementation to maintenance and technical support for public telecommunications service providers in the People's Republic of China ("PRC"), such as China Telecom, China Netcom, China Unicom and China Mobile, and enterprise customers in selected vertical markets, such as cable TV operators, electricity bureaus, governmental authorities and universities. In Macao, the Group is also a leading provider of solutions in structured cabling, surveillance, trunking radio, networking and access control for gaming and hotel operators.

The Group is also engaged in the provision of self-developed operation support systems for public telecommunications service providers in the PRC, which allows the various operators to effectively and efficiently manage the performance of and traffic over the networks.

**C. Ordinary shares**

Number of ordinary shares in issue	:	613,819,000
Par value of ordinary shares in issue	:	HK\$0.10 each
Board lot size (in number of shares)	:	2,000
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 <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	:	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**

Details of any other securities in issue.

*(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).*

**Share Option Scheme**

At the Special General Meeting held on 5th November, 2002, resolutions were passed to (a) terminate the share option scheme adopted by the Company on 10th February, 2000 (“Old Share Option Scheme”) and adopt a new scheme (“New Share Option Scheme”); and (b) cancel the outstanding options granted under the Old Share Option Scheme subject to the consents of the existing optionholders.

## Responsibility statement

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 ("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:

\_\_\_\_\_  
José Manuel dos Santos

\_\_\_\_\_  
Yim Hong

\_\_\_\_\_  
Kuan Kin Man

\_\_\_\_\_  
Monica Maria Nunes

\_\_\_\_\_  
Chui Sai Cheong

\_\_\_\_\_  
Lo King Chiu Charles

\_\_\_\_\_  
Fung Kee Yue Roger