

Appendix 5

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: CyberM International (Holdings) Limited

Stock code (ordinary shares): 8017

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 17th August 2001

A. General

Place of incorporation : Bermuda

Date of initial listing on GEM : 17th August 2000

Name of Sponsor (s) : Core Pacific-Yamaichi Capital Limited

Names of directors:

(please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive)

:	LAU Chiu Pui	(executive director)
	YIP Ho Pong	(executive director)
	LAI Shu Pui, Fergus	(executive director)
	WONG Kit Mei	(executive director)
	CHIU Raymond Yim	(non-executive director)
	CHAN Siu Yeung	(independent non-executive director)
	KWAN Ngan Hing, Edith	(independent non-executive director)

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	:	Noble Class Group Limited, shareholder of 191,250,000 ordinary shares in 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	:	not applicable
Financial year end date	:	31 March
Registered address	:	Cedar House 41 Cedar Avenue Hamilton HM12 Bermuda
Head office and principal place of business	:	Units 5-7, 26th Floor Laws Commercial Plaza 788 Cheung Sha Wan Road Kowloon Hong Kong
Web-site address (if applicable)	:	http://www.cyberm-sw.com
Share registrar	:	Central Registration Hong Kong Limited
Auditors	:	Arthur Anderson & Co

B. Business activities

(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.),

A mobile B2B eBusiness solutions provider using ASP approach and targeting the SMEs in the Greater China Region. The Group focuses on Internet-based B2B eBusiness solutions and mobile and wireless computing. It has been delivering business application solutions to the substantial SME community in Hong Kong for over nine years. Over the past decade, the Group has developed and launched Internet-based B2B eBusiness solution, mobile and wireless solution, customised business application solutions and packaged software solutions under its own brand names.

C. Ordinary shares

Number of ordinary shares in issue	:	250,060,000
Par value of ordinary shares in issue	:	HK\$0.10
Board lot size (in number of shares)	:	4,000 shares per lot
Name of other stock exchange(s) on which ordinary shares are also listed	:	not applicable

D. Warrants

Stock code	:	not applicable
Board lot size	:	not applicable
Expiry date	:	not applicable
Exercise price	:	not applicable
Conversion ratio (Not applicable if the warrant is denominated in dollar value of conversion right)	:	not applicable
No. of warrants Outstanding	:	not applicable
No. of shares falling to be issued upon the exercise of outstanding warrants	:	not applicable

E. Other securities

Share options granted to full time employees:

<u>Date</u>	<u>Options granted</u>	<u>Options exercised</u>	<u>Options lapsed</u>	<u>No. of employees involved</u>	<u>Outstanding options</u>
4th September 2000	19,880,000			41	19,880,000
21st September 2000		(60,000)		(1)	19,820,000
23rd October 2000 to 13th December 2000			(2,268,000)	(6)	17,552,000
14th December 2000 to 28th March 2001			(4,704,000)	(3)	12,848,000
29th March 2001 to 17th August 2001			(3,060,000)	(10)	9,788,000

As at 17th August 2001, there are 9,788,000 shares options granted to 21 full time employees remained outstanding.

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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LAU Chiu Pui

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LAI Shu Pui, Fergus

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YIP Ho Pong

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WONG Kit Mei

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CHIU Raymond Yim

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CHAN Siu Yeung

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KWAN Ngan Hing, Edith

NOTES

1. Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.
2. Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.