

FORMS RELATING TO LISTING

Form F

The Growth Enterprise Market (GEM)

Company Information Sheet

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, makes no representation as to its accuracy or completeness and expressly disclaim 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 : **Advanced Card Systems Holdings Limited**

Stock code (ordinary shares) : **8210**

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 18 September 2009.

A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 10 November 2003

Name of Sponsor(s) : N/A

Names of directors : *Executive directors*
(please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive) Mr. Wong Yiu Chu, Denny
Mr. Tan Keng Boon
Ms. Tsui Kam Ling, Alice

Independent non-executive directors
Dr. Yip Chak Lam, Peter
Mr. Yu Man Woon
Mr. Wong Yick Man, Francis

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		Percentage of the Company's issued share capital
	Number of shares	
Shareholder		
Mr. Wong Yiu Chu, Denny (Note 1)	122,882,522	43.61%
Ms. Tsui Kam Ling, Alice (Note 1)	122,882,522	43.61%
Proway Investment Limited (Note 2)	31,740,305	11.26%
Morningside CyberVentures Holdings Limited (Note 2)	31,740,305	11.26%
Verrall Enterprises Holdings Limited (Note 2)	31,740,305	11.26%
Madam Chan Tan Ching Fen (Note 2)	31,740,305	11.26%
Mr. Tjio Kay Loen (Note 3)	26,200,000	9.30%
Warren Securities Limited	14,200,000	5.04%

Notes:

1. Of these shares, 80,768,000 shares are held by Mr. Wong Yiu Chu, Denny personally and 42,114,522 shares are held by his wife, Ms. Tsui Kam Ling, Alice personally.
2. Proway Investment Limited is wholly owned by Morningside CyberVentures Holdings Limited. Morningside CyberVentures Holdings Limited is wholly owned by Verrall Enterprises Holdings Limited in its capacity as trustee of a family trust established by Madam Chan Tan Ching Fen. Madam Chan Tan Ching Fen is taken to be interested in the shares disclosed herein in her capacity as founder of the trust.
3. Of these shares, 7,400,000 shares are held by Mr. Tjio Kay Loen personally, 14,800,000 shares, 1,000,000 shares and 3,000,000 shares are held by Warren Securities Limited (a company which is owned as to 30% by Mr. Tjio Kay Loen), Raffles Capital Pte Limited (a company which is owned as to 56% by Mr. Tjio Kay Loen) and Farina Limited (a company which is owned as to 60% by Mr. Tjio Kay Loen) respectively. Mr. Tjio Lay Loen is taken to be interested in these shares under the SFO.

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 December

Registered address : Uglan House
P.O. Box 309
George Town
Grand Cayman
Cayman Islands
British West Indies

Head office and principal place of business : Units 2010-2013, 20th Floor
Chevalier Commercial Centre
8 Wang Hoi Road
Kowloon Bay, Hong Kong

Web-site address (if applicable) : www.acs.com.hk

Share registrar : *Cayman Islands principal share registrar*
Butterfield Fulcrum Group (Cayman) Limited

Hong Kong branch share registrar
Computershare Hong Kong Investor Services Limited

Auditors : Grant Thornton

B. Business activities

Advanced Card Systems Limited, the major operating subsidiary of the group, was established in December 1995. Today the group specialises in the design, manufacture and sale of smart card products, including mainly smart card readers as well as smart cards and smart card operating systems (collectively “ACS products”). ACS products can be classified as (i) “off-the-shelf” products (including those requiring minor customisation work such as modifications to casings, addition of logos and minor alterations); and (ii) customised products.

When supplying ACS products, the group may also provide related services including product packaging and applying on behalf of its customers for industry standard certification (in respect of some of the customised ACS products provided on an “OEM” basis).

C. Ordinary shares

Number of ordinary shares in issue : 281,800,255

Par value of ordinary shares in issue : HK\$0.10

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 : 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 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).

6,535,631 share options with an exercise price of HK\$0.09 or HK\$0.24 per share have been granted by the Company on 27 October 2003 pursuant to the Pre-IPO Share Option Plan and 2,263,245 share options remain outstanding as at the date of this sheet.

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:

Wong Yiu Chu, Denny

Tan Keng Boon

Tsui Kam Ling, Alice

Yip Chak Lam, Peter

Yu Man Woon

Wong Yick Man, Francis