FORMS RELATING TO LISTING

Form F

The Growth Enterprise Market (GEM)

Company Information Sheet

Company name:	**AGTech Holdings Limited** **(亞博科技控股有限公司*)**
Stock code (ordinary shares):	**8279**

This information sheet contains certain particulars concerning the above company (the "Company", together with its subsidiaries, the "Group") 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 22 April 2013.

A. General

Place of incorporation	:	Bermuda
Date of initial listing on GEM	:	19 January 2004
Name of Sponsor(s)	:	N/A
Names of directors : *(please distinguish the status of the directors - Executive, Non-Executive or Independent Non-Executive)*	:	<u>Executive Directors</u> Mr. SUN Ho Mr. Robert Geoffrey RYAN Mr. BAI Jinmin Mr. LIANG Yu <u>Non-Executive Director</u> Ms. YANG Yang <u>Independent Non-Executive Directors</u> Mr. KWOK Wing Leung Andy Mr. WANG Ronghua Mr. HUA Fengmao

** for identification purpose only*

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	:	Name	Number of shares held in the Company	Approximate percentage of issued shares of the Company
		MAXPROFIT GLOBAL INC *(Note 1)*	2,006,250,000	52.10%
		SUN Ho *(Note 2)*	2,033,328,000	52.80%

Notes:

1. MAXPROFIT GLOBAL INC is beneficially and wholly owned by Mr. SUN Ho.

2. Mr. SUN Ho is interested in 27,078,000 shares of the Company and, by virtue of his interest in MAXPROFIT GLOBAL INC, is deemed to be also interested in 2,006,250,000 shares of 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	:	N/A
Financial year end date	:	31 December
Registered address	:	Clarendon House, 2 Church Street, Hamilton HM11, Bermuda
Head office and principal place of business in Hong Kong	:	Unit 3912, 39th Floor, Tower Two, Times Square, Causeway Bay, Hong Kong
Web-site address (if applicable)	:	http://www.agtech.com
Share registrar (Hong Kong)	:	Tricor Abacus Limited
Auditors	:	HLB Hodgson Impey Cheng Limited

B. Business activities

AGTech Holdings Limited is an investment holding company incorporated in Bermuda and its issued shares are listed on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited. The Group is a leading sports lottery solution provider in China. The Group is principally engaged in (i) gaming technologies (game software, systems, hardware and terminals); (ii) lottery management; and (iii) online and phone lottery distribution.

AGTech Holdings Limited has been admitted as associate members of the World Lottery Association (WLA) and the Asia Pacific Lottery Association (APLA) with effect from 15 September 2010 and 1 May 2008, respectively.

C. Ordinary shares

Number of ordinary shares in issue	:	3,851,062,750

Par value of ordinary shares in issue	:	HK$0.002
Board lot size (in number of shares)	:	4,000
Name of other stock exchange(s) on which ordinary shares are also listed	:	N/A

D. Warrants

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

E. Other securities

Share options were granted pursuant to a share option scheme adopted by the Company on 18 November 2004 (the "Scheme") to subscribe for up to an aggregate of 186,400,000 shares of HK$0.002 each in the capital of the Company (the "Shares") at an exercise price of HK$0.2198 per Share on 9 October 2008. As at the date of this form, the said share options to subscribe for up to an aggregate of 36,740,625 Shares remain outstanding.

On 6 July 2010, share options to subscribe for up to an aggregate of 9,000,000 Shares were granted pursuant to the Scheme by the Company, at an exercise price of HK$0.3000 per Share. As at the date of this form, the said share options to subscribe for up to an aggregate of 2,875,000 Shares remain outstanding.

On 30 March 2011, share options to subscribe for up to an aggregate of 17,400,000 Shares were granted pursuant to the Scheme by the Company, at an exercise price of HK$0.3300 per Share. As at the date of this form, the said share options to subscribe for up to an aggregate of 8,550,000 Shares remain outstanding.

On 21 December 2011, share options to subscribe for up to an aggregate of 224,320,000 Shares were granted pursuant to the Scheme by the Company, at an exercise price of HK$0.2900 per Share. As at the date of this form, the said share options to subscribe for up to an aggregate of 151,243,500 Shares remain outstanding.

On 17 August 2012, share options to subscribe for up to an aggregate of 94,189,000 Shares were granted pursuant to the Scheme by the Company, at an exercise price of HK$0.1006 per Share. As at the date of this form, the said share options to subscribe for up to an aggregate of 94,189,000 Shares remain outstanding.

On 9 January 2013, share options to subscribe for up to an aggregate of 150,000,000 Shares were granted pursuant to the Scheme by the Company, at an exercise price of HK$0.4250 per Share. As at the date of this form, the said share options to subscribe for up to an aggregate of 149,000,000 Shares remain outstanding.

As at the date of this form, the total outstanding share options carry rights to subscribe up to an aggregate of 442,598,125 Shares.

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, confirm that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading or deceptive, and that there are no other matters the omission of which would make any Information 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:

SUN Ho

Robert Geoffrey RYAN
by his lawful attorney, SUN Ho

BAI Jinmin
by his lawful attorney, SUN Ho

YANG Yang
by her lawful attorney, SUN Ho

LIANG Yu
by his lawful attorney, SUN Ho

WANG Ronghua
by his lawful attorney, SUN Ho

KWOK Wing Leung Andy
by his lawful attorney, SUN Ho

HUA Fengmao
by his lawful attorney, SUN Ho