
CONTENTS

You should rely only on the information contained in this prospectus to make your investment decision.

The Company has not authorised anyone to provide you with information that is different from what is contained in this prospectus.

Any information or representation not made in this prospectus must not be relied on by you as having been authorised by the Company, the Sponsor, the Co-Sponsor, the Underwriters, the directors of any of them, or any other person involved in the Placing.

	<i>Page</i>
Summary of this prospectus	1
Definitions	12
Glossary	18
Risk factors	21
Waivers from compliance with the GEM Listing Rules	27
Information about this prospectus and the Placing	29
Directors	32
Parties involved in the Placing	33
Corporate information	35
Industry overview	36
General overview of the Group	
History and development	42
Statement of active business pursuits	43
Group structure	46
Business	
Enterprise software	47
ASP business	57
Suppliers	64
Customers, sales and marketing	65
Research and development	66
Intellectual property rights	67
Competition	67
Year 2000 compliance issue	68
Relationship with Mr. Lok	68
Connected Transactions	69

CONTENTS

	<i>Page</i>
Future plans and prospects	70
Directors, senior management and staff	80
Substantial and Initial Management Shareholders	85
Share capital	88
Financial information	90
Underwriting	97
Sponsor's and Co-Sponsor's interests in the Group	101
Structure and Conditions of the Placing	102
Appendices	
I Accountants' report	106
II Property valuation	120
III Summary of the constitution of the Company and Cayman Islands Companies Law	130
IV Statutory and general information	151
V Documents delivered to the Registrar of Companies and available for inspection	170