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## **SJTU SUNWAY SOFTWARE INDUSTRY LIMITED**

**交大銘泰軟件實業有限公司\***

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8148)**

### **APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR AND AN AUDIT COMMITTEE MEMBER**

The board of directors announces that Mr. Ho Chen-yu has been appointed as an independent non-executive director and an audit committee member of the Company with effect from 28 September 2004.

The board (the "Board") of directors (the "Directors") of SJTU Sunway Software Industry Limited (the "Company") announces that Mr. Ho Chen-yu ("Mr. Ho") has been appointed as independent non-executive director and audit committee member of the Company effective from 28 September 2004.

Mr. Ho, aged 44, graduated from the Wharton School of the University of Pennsylvania with an MBA. He is a member of the American Institute of Certified Public Accountants and a Chartered Financial Analyst. He has been an experienced equity and venture investor over the past eighteen years. He worked for Fidelity Investments and Merrill Lynch in investment management capacities in the United States. After relocation to Taiwan in 1996, Mr. Ho served as head of research for Capital Securities Corporation in Taiwan and founded SoftChina Venture Group, managing a venture portfolio of US\$30 million. Afterwards, Mr. Ho joined AIG Global Investment Corporation as direct investment director and, orchestrated and invested several successful investments in greater China region since 2002. At present, Mr. Ho is a director of Carry International Technology Co. Ltd. in Taiwan.

Mr. Ho does not hold any directorship in other listed companies in the past three years. He did not hold any position in the Company or any subsidiary of the Company. Mr. Ho does not have any interests in the shares or underlying shares of the Company.

There is no service contract entered into between Mr. Ho and the Company. He is appointed for two years and is subject to retirement by rotation and re-election pursuant to the articles of association of the Company. The amount of emoluments for Mr. Ho is HK\$10,000 per month, which is determined by the Board with reference to his duties and responsibility. Save as disclosed herein, there are no other benefit provided to Mr. Ho for his directorship in the Company.

\* For identification purpose only

Mr. Ho does not have any relationship with any directors, senior management, management shareholders, substantial shareholders or controlling shareholders of the Company. As at the date hereof, Mr. Ho did not have any interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of the Hong Kong). The Board confirms that there are no other matters that need to be brought to the attention of the shareholders of the Company.

By Order of the Board  
**SJTU Sunway Software Industry Limited**  
**Sze Wai, Marco**  
*Chairman*

Hong Kong, 14 September 2004

As at the date of this announcement, there are 11 Directors; nine are executive Directors, namely Sze Wai, Marco, Chu Chi Shing, Chiu Chi Shun, Clarence, He En Pei, He Zhan Tao, Chen Cheng Ping, Chen Si Gen, Wang Hui Bo and Shang Guan Bu Yan; and two are independent non-executive Directors, namely Song Jing Sheng and Wang Tian Ye.

*This Announcement, for which the Directors of SJTU Sunway Software Industry Limited collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to SJTU Sunway Software Industry Limited. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

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