

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, 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 content of this announcement.



Smarteck Digital Manufacturing Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

DELAY IN CONVENE THE MEETING OF THE BOARD OF DIRECTORS/ RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Further to the announcement of the Company dated 13th March 2002, the Board announces that the meeting of the Board, which was scheduled to take place on 26th March 2002, was not held today and will be postponed to a later date. Further announcement will be made accordingly.

The Board further announces that Mr. Lee resigned as an independent non-executive director of the Company with effect from 26th March 2002. Pursuant to his resignation, the Company has one independent non-executive director and therefore, is unable to comply with Rules 5.05 and 5.23 of the GEM Listing Rules. In this regard, the Stock Exchange has indicated that it reserves the rights to take appropriate actions against the Company.

Further to the announcement of the Company dated 13th March 2002, the board of directors (the "Board") of Smarteck Digital Manufacturing Holdings Limited (the "Company") announces that the meeting of the Board, which was scheduled to take place on 26th March 2002, was not held today and will be postponed to a later date. Further announcement will be made accordingly. The postponement of the meeting of the Board was due to the fact that the audited results of the Company and its subsidiaries have yet to be finalized.

In addition, the Board further announces that Mr. Lee Kwan Hung, Eddie ("Mr. Lee") resigned as an independent non-executive director of the Company with effect from 26th March 2002. The Board would like to take this opportunity to thank Mr. Lee for his past contributions to the Company during his tenure of office. The application of a new appointment of an independent non-executive director will be submitted to the Stock Exchange of Hong Kong Limited (the "Stock Exchange") soon since a potential candidate has been invited to join the

Board. Pursuant to Mr. Lee's resignation, the Company has one independent non-executive director and therefore, is unable to comply with Rules 5.05 and 5.23 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the "GEM Listing Rules"). The Stock Exchange has indicated that it reserves its right to take appropriate actions on this matter.

By Order of the Board
Smartech Digital Manufacturing Holdings Limited
Tang Kwok Yuen
Chairman

Hong Kong, 26th March 2002

This announcement, for which the Directors, other than Mr. Law Man Ming who is not contactable, collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) 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.

This announcement will remain on the GEM website on the "Latest Company Announcements" page for at least 7 days from the day of its posting.