

This announcement is made at the request of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The Stock Exchange 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 contents of this announcement.



CHINAINFO HOLDINGS LIMITED

神州資訊控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8206)

ANNOUNCEMENT

The Board noted the increase in the price and the trading volume of the shares of the Company and wishes to state that the Board is not aware of any reasons for such change in price and trading volume save for (1) the announcements published on 2nd February 2006 in relation to a conditional very substantial acquisition and continuing connected transaction and 22nd February 2006 in relation to delay in despatch of the circular in relation to a conditional very substantial acquisition and continuing connected transaction; and (2) Superhero Limited, which is wholly and beneficially owned by Ms. Chan Tan Lui, Danielle, a substantial shareholder, executive Director and Chairman of the Company, sold 25,000,000 shares of the Company to 3 third parties independent of the Company and connected persons (as defined as the GEM Listing Rules) of the Company and are not connected persons (as defined under the GEM Listing Rules) of the Company on 24 February 2006 at HK\$0.365 per share.

This announcement is made at the request of The Stock Exchange of Hong Kong Limited.

The board of directors (the “Board”) of Chinainfo Holdings Limited (the “Company”) noted the increase in the price and the trading volume of the shares of the Company on 27th February 2006 and wishes to state that the Board is not aware of any reasons for such change in price and trading volume save for (1) the announcements published on 2nd February, 2006 in relation to a conditional very substantial acquisition and continuing connected transaction and 22nd February, 2006 in relation to delay in despatch of the circular in relation to a conditional very substantial acquisition and continuing connected transaction; and (2) Superhero Limited, which is wholly and beneficially owned by Ms. Chan Tan Lui, Danielle, a substantial shareholder, executive Director and Chairman of the Company, sold 25,000,000 shares of the Company to 3 third parties independent of the Company and connected persons (as defined as the GEM Listing Rules) of the Company and are not connected persons (as defined under the GEM Listing Rules) (“the Independent Third Parties”) of the Company on 24th February, 2006 (the “Transfer of Shares”). The Transfer of Shares was made off market, by Superhero Limited and the Independent Third Parties on 24th February, 2006 based on the closing price as quoted on the Stock Exchange on 23rd February, 2006

* For identification purpose only

of HK\$0.365 per share. The 25,000,000 shares of the Company subject to the Transfer of Shares represents approximately 5.8% of the total issued share capital of the Company as at the date of this announcement. The shareholding interests of Ms. Chan Tan Lui, Danielle in the Company has been reduced to approximately 19.25% by the Transfer of Shares.

The Board also confirms save for the conditional very substantial acquisition and the continuing connected transaction which had been disclosed in the Company's announcement dated 2nd February, 2006 and the said disposal of shares, there are no other negotiations or agreements relating to intended acquisitions or realisations which are discloseable under Chapters 19 to 20 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"), neither is the Board aware of any matter discloseable under the general obligation imposed by Rule 17.10 of the GEM Listing Rules, which is or may be of a price-sensitive nature.

Made by the order of the Board, the directors of the Company which collectively and individually accept responsibility for the accuracy of the announcement.

By Order of the Board
CHINAINFO HOLDINGS LIMITED
Chan Tan Lui, Danielle
Chairman

As at the date of this announcement, the Board comprises of:

Ms. Chan Tan Lui, Danielle (*Executive director and Chairman*)
Mr. Xiao Haiping (*Executive director*)
Mr. Choo Kwok How (*Executive director*)
Ms. Zhang Jialin (*Executive director*)
Ms. Guo Qi (*Independent non-executive director*)
Mr. Yip Tai Him (*Independent non-executive director*)
Mr. Chiu Kwok Ching (*Independent non-executive director*)

Hong Kong, 27th February, 2006

This announcement, for which the directors of the Company 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 for the purpose of giving information with regard to the Company. The directors of the Company, 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.

This announcement will remain at www.hkgem.com on the "Latest Company Announcements" page of the GEM website for at least 7 days from the date of its posting and on the website of the Group at www.hk6.com.