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環球數碼創意控股有限公司*
GLOBAL DIGITAL CREATIONS HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 8271)

**CHANGE OF CHIEF FINANCIAL OFFICER AND QUALIFIED ACCOUNTANT
AND MEMBERS OF AUDIT COMMITTEE AND RE-DESIGNATION OF DIRECTOR**

The Board announces that Ms. Cheung had resigned as the Chief Financial Officer and Qualified Accountant and Mr. Tsang has been appointed as the Chief Financial Officer and Qualified Accountant, with effect from 16 February 2006.

The Board announces that Mr. Neoh and Professor Law resigned as members of Audit Committee of the Company with effect from 30 December 2005 and 1 February 2006 respectively and Mr. Bu Fan Xiao and Mr. Hui Hung, Stephen were appointed as members of Audit Committee of the Company with effect from 15 February 2006.

The Board also announces that Mr. Chen has been re-designated as the Chief Executive Officer and an Executive Director with effect from 16 February 2006.

Change of the Chief Financial Officer and Qualified Accountant

The board (the “Board”) of directors (the “Directors”) of Global Digital Creations Holdings Limited (the “Company”) hereby announces that Ms. Cheung Kei Yim (“Ms. Cheung”) has tendered her resignation as the Chief Financial Officer and Qualified Accountant of the Company, with effect from 16 February 2006 to pursue her own career developments.

The Board confirmed that there were no disagreement with Ms. Cheung, and there were no other matters relating to her resignations which should be brought to the attention of the shareholders of the Company.

The Board further announces that Mr. Tsang Yu Tit (“Mr. Tsang”) has been appointed as the Chief Financial Officer and Qualified Accountant of the Company with effect from 16 February 2006.

** For identification purpose only*

Change of Members of Audit Committee

The Board announces that Mr. Anthony Francis Neoh (“Mr. Neoh”) and Professor Japhet Sebastian Law (“Professor Law”) resigned as members of Audit Committee of the Company with effect from 30 December 2005 and 1 February 2006 respectively and Mr. Bu Fan Xiao and Mr. Hui Hung, Stephen were appointed as members of Audit Committee of the Company with effect from 15 February 2006. The Company has less than 3 members of the Audit Committee from 30 December 2005 to 14 February 2006 as required under Rule 5.28 of the GEM Listing Rules and failed to inform the Stock Exchange of Hong Kong Limited and publish an announcement under Rule 5.33 of the GEM Listing Rules. The Stock Exchange of Hong Kong Limited reserves its right to take appropriate action, if necessary.

There is no disagreement between Mr. Neoh and Professor Law and the Board, and no other matters regarding to their resignations which need to be brought to the attention of the shareholders of the Company.

Re-designation of Director

The Board announces that Mr. Chen Zheng (“Mr. Chen”) has been re-designated as the Chief Executive Officer and an Executive Director of the Company with effect from 16 February 2006.

Mr. Chen, aged 45, is an engineer and a senior economist. Mr. Chen holds a Bachelor Degree in Chemical Engineering and a Master Degree in Business Administration. He is an Executive Director of Shougang Concord Grand (Group) Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited and the controlling shareholder of the Company. Mr. Chen has extensive experience in investing business and corporate management.

Mr. Chen has not entered into a director service contract with the Company and Mr. Chen will have no fixed term of service with the Company but will be subject to retirement by rotation and re-election at annual general meeting of the Company in accordance with the bye-laws of the Company. Mr. Chen are not receiving any directors’ fee for his directorship but will receive salary for his position as the Chief Executive Officer.

Save as disclosed above, as at the date of this announcement, Mr. Chen does not have any relationship with any director, senior management, management or substantial or controlling shareholders of the Company and Mr. Chen has no interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. The Board does not aware of any other matter that needs to be brought to the attention of the shareholders of the Company in relation to the re-designation of Mr. Chen as the Chief Executive Officer and an Executive Director of the Company.

As at the date of this announcement, the Board comprised Mr. Cao Zhong (Chairman and Non-Executive Director); Mr. Leung Shun Sang, Tony (Non-Executive Director); Mr. Chen Zheng (Chief Executive Officer and Executive Director); Mr. Jin Guo Ping and Dr. Catherine Xu Qing (Vice Presidents and Executive Directors); Dr. David Deng Wei (Vice-Chairman and Non-Executive Director); Mr. Gordon Kwong Che Keung and Mr. Bu Fan Xiao and Mr. Hui Hung, Stephen (Independent Non-Executive Directors).

By Order of the Board
Global Digital Creations Holdings Limited
Executive Director
Chen Zheng

Hong Kong, 17 February 2006

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “GEM”) of The Stock Exchange of Hong Kong Limited 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, the information contained in this announcement is accurate and complete in all material respects and is not misleading; there are no other matters the omission of which would make any statement in this announcement misleading; and 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 at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the day of its posting and at the Company’s website www.gdc-world.com.