

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 contents of this announcement.



SOLARTECH INTERNATIONAL HOLDINGS LIMITED

榮盛科技國際控股有限公司*

(Stock code: 1166)

(incorporated in Bermuda with limited liability)

DESPATCH OF CIRCULAR, AUDITED FINANCIAL INFORMATION OF THE COPPER GROUP AND PROFIT GUARANTEE AND NOTICE OF SPECIAL GENERAL MEETING

The Company announces that the circular containing details in relation to, among other things, the proposed disposal of business interests and acquisition of a controlling interest in FT Holdings and a notice of the Solartech SGM has been despatched to the Solartech Shareholders on 14th June, 2004.

Based on the audited financial information of the Copper Group, the turnover and net profit after tax for the year ended 31st March, 2004 are approximately HK\$623.7 million and HK\$26.0 million respectively. As the audited net profit after tax for the year ended 31st March, 2004 exceeds the amount of the profit guarantee of HK\$16 million given by the Company in favour of FT Holdings pursuant to the Acquisition Agreement, no compensation is required to be paid by the Company to FT Holdings pursuant to the terms of the Acquisition Agreement.

Notice is hereby given that the Solartech SGM will be held on 30th June, 2004 at 9:00 a.m. at No. 7, 2nd Floor, Kingsford Industrial Centre, 13 Wang Hoi Road, Kowloon Bay, Kowloon, Hong Kong for the purpose of approving the Transaction.

References are made to the press announcements jointly issued by Solartech International Holdings Limited (the "Company") and FT Holdings dated 1st April, 2004 (the "Announcement"), 21st April, 2004, 20th May, 2004 and 3rd June, 2004 in relation to the sale of business interests by the Company to FT Holdings, the acquisition of a controlling interest in FT Holdings by the Company, the application for the Whitewash Waiver and the increase in authorised share capital of FT Holdings. Terms used in this announcement shall have the same meanings as those defined in the Announcement unless defined otherwise herein.

* *for identification only*

DESPATCH OF CIRCULAR

The Company announces that the circular containing details in relation to, among other things, the proposed disposal of business interests and acquisition of a controlling interest in FT Holdings and a notice of the Solartech SGM has been despatched to the Solartech Shareholders on 14th June, 2004.

AUDITED FINANCIAL INFORMATION OF THE COPPER GROUP AND PROFIT GUARANTEE

Based on the audited financial information of the Copper Group, the turnover and the net profit after tax for the year ended 31st March, 2004 are approximately HK\$623.7 million and HK\$26.0 million respectively. The audited consolidated net tangible asset value of the Copper Group was approximately HK\$232.1 million as at 31st March 2004.

As the audited net profit after tax of the Copper Group for the year ended 31st March, 2004 exceeds the amount of the profit guarantee of HK\$16 million given by the Company in favour of FT Holdings pursuant to the Acquisition Agreement, no compensation is required to be paid by the Company to FT Holdings pursuant to the terms of the Acquisition Agreement.

NOTICE OF SPECIAL GENERAL MEETING

Notice is hereby given that the Solartech SGM will be held on 30th June, 2004 at 9:00 a.m. at No. 7, 2nd Floor, Kingsford Industrial Centre, 13 Wang Hoi Road, Kowloon Bay, Kowloon, Hong Kong for the purpose of considering and, if thought fit, passing (with or without amendments) the following as an ordinary resolution of the Company:

“**THAT** the conditional sale and purchase agreement dated 25th March, 2004 (“Acquisition Agreement”) entered into between the Company as the vendor and FT Holdings International Limited (“FT Holdings”) as the purchaser, under which the Company conditionally agreed to dispose of and FT Holdings conditionally agreed to acquire the Sale Interests and the Sale Assets (in each case, as defined in the circular of the Company dated 14th June, 2004) from the Company on the terms and conditions as set out in the Acquisition Agreement and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified and that any one of the directors of the Company be and is hereby authorised to do all such further acts and things and execute such further documents and take all steps which in his opinion may be necessary, desirable or expedient to implement and/or give effect to the Acquisition Agreement and the transactions contemplated thereunder with any changes as such Director may consider necessary, desirable or expedient”

GENERAL

As at the date of this announcement, the executive directors of the Company are Mr. Chau Lai Him, Mr. Zhou Jin Hua, Mr. Lau Man Tak and Mr. Liu Jin Rong, and the independent non-executive directors of the Company are Mr. Chung Kam Kwong, Mr. Lo Kao Cheng and Mr. Lo Wai Ming.

By Order of the board of
Solartech International Holdings Limited
Chau Lai Him
Chairman and Managing Director

Hong Kong, 14th June, 2004

“Please also refer to the published version of this announcement in The Standard”.