

# SOLARTECH INTERNATIONAL HOLDINGS LIMITED 榮 盛 科 技 國 際 控 股 有 限 公 司 \*

(Incorporated in Bermuda with limited liability)
(Stock Code: 1166)

# ANNOUNCEMENT AND RESUMPTION OF TRADING OF SHARES

This announcement is made pursuant to Rule 13.09(1) of the Listing Rules.

On 17 April, 2006, the Company entered into Final Terms with the Sellers in relation to the acquisition of 100% interest in Brascabos, a subsidiary of Whirlpool (a listed company in the USA and an independent third party) in Brazil which is principally engaged in the production of cable products and automotive harness.

Upon signing the formal agreement for the Acquisition, the Acquisition may constitute a major transaction and an announcement will be made in compliance with the requirements under the Listing Rules.

Trading in the shares of the Company was suspended from 9:30 a.m. on Tuesday, 18 April, 2006 pending the release of this announcement. Application has been made for the resumption of trading in the Shares on the Stock Exchange at 9:30 a.m. on Wednesday, 19 April, 2006.

Investors and shareholders of the Company are urged to exercise caution when dealing in the shares of the Company.

This announcement is made pursuant to Rule 13.09(1) of the Listing Rules.

#### Final Terms for possible major transaction

On 17 April, 2006, the Company entered into Final Terms with the Sellers in relation to the acquisition of the 100% interest in Brascabos for a consideration of about US\$10,000,000 (approximately HK\$78,000,000) to be paid in accordance with the terms of a formal agreement to be entered into on or before 15 May, 2006. The consideration will be determined by reference to the audited net asset value of Brascabos as at Completion and any adjustments to the aforesaid consideration will be set out in the formal agreement for the Acquisition. The Acquisition, if proceed with, will be financed by internal resources, bank financing and/or the issue of securities by the Company.

Brascabos was founded in 1985 in Brazil, is owned by Multibras S.A., a subsidiary of Whirlpool based in Brazil and is the largest White Goods manufacturer in Brazil. Brascabos is one of the leading manufacturers of power cords and wire harnesses for the White Goods and automotive parts industry in Brazil and it also manufactures electronic controls and sensor devices. In the White Goods industry, Brascabos' products are used in laundry, cooking and cooling appliances. Other applications include automobiles, communication devices, computer audio and video equipment and industrial applications. Brascabos also holds patents for certain proprietary processes and products. Brascabos and its ultimate owners Whirlpool are Independent Third Parties.

## Exclusive supply agreement with Sellers after Completion

Under the Final Terms, the Sellers would after Completion purchase all of its total requirements from Brascabos exclusively for so long as Brascabos is able to meet the relevant product specifications, subject to terms and conditions satisfactory to the parties, for a term of five years for the entire South America for 100% of the Sellers' requirements for the 4 years after the Completion Date and based on competitive performance (for example, in terms of prices or quality when compared with other suppliers) for the 5th year for 100% of the Seller's requirement.

### Formal sale and purchase agreement

Negotiations will continue in furtherance of the Final Terms. Upon signing the formal agreement for the Acquisition, the Acquisition may constitute a major transaction and an announcement will be made in compliance with the requirements under the Listing Rules.

# **Resumption of Trading of Shares**

Trading in the shares of the Company was suspended from 9:30 a.m. on Tuesday, 18 April, 2006 pending the release of this announcement. Application has been made for the resumption of trading in the Shares on the Stock Exchange at 9:30 a.m. on Wednesday, 19 April, 2006.

The Acquisition may or may not be proceeded with. Investors and shareholders of the Company are urged to exercise caution when dealing in the shares of the Company.

#### DEFINITIONS

The following terms are used in this announcement with the meanings assigned to them below:-

"Acquisition" the acquisition of 100% interest in Brascabos by the Company or its subsidiary

"Brascabos" Brascabos Componentes Eletricos e Eletronicos Ltda., a company incorporated in Brazil with limited

liability

"Company" Solartech International Holdings Limited, an exempted company incorporated in Bermuda with

limited liability, the shares of which are listed on the Stock Exchange of Hong Kong Limited

"Completion" completion of the Acquisition

"Completion Date" date of the Completion

<sup>\*</sup> For identification only

a non-legally-binding letter signed on 17 April, 2006 by the Company and Sellers in relation to the "Final Terms"

Acquisition

"Independent Third Party" or third party or parties independent of the Company and of connected persons (as defined in the "Independent Third Parties"

Listing Rules) of the Company

"Listing Rules" the Rules Governing the Listing of Securities on the Stock Exchange

"Sellers" Multibrás S.A. Eletrodomesticos and Brasmotor S.A., both of which are subsidiaries of Whirlpool,

an independent third party

"USA" United States of America

"Whirlpool" Whirlpool Corporation, a listed company in the USA and an independent third party

"White Goods" large electrical home appliances

> By order of the Board Solartech International Holdings Limited Chau Lai Him Chairman and Managing Director

Hong Kong, 18 April, 2006

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

"Please also refer to the published version of this announcement in South China Morning Post, The Standard and China Daily."