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**CEC-COILS®**  
**CEC INTERNATIONAL HOLDINGS LIMITED**  
**CEC 國際控股有限公司\***  
*(Incorporated in Bermuda with limited liability)*  
(Stock Code : 759)

**DISCLOSEABLE TRANSACTION**  
**PROPOSED ACQUISITION OF PROPERTY**

The Vendor and the Purchaser entered into the Agreement on 11 April 2012 for the sale and purchase of the Property at a consideration of HK\$16,680,000.

The proposed acquisition of the Property constituted a discloseable transaction of the Company pursuant to Rule 14.06(2) of the Listing Rules.

**THE AGREEMENT DATED 11 APRIL 2012**

**Parties:**

Vendor: Evertrend Textile Limited (興茂紡織有限公司)

The Directors confirm that, to the best of their knowledge, information and belief having made all reasonable enquiry, the Vendor is a third party independent of, and not connected with, the Company and the connected persons (as defined under the Listing Rules) of the Company.

Purchaser: Coils Electronic Co., Limited (高雅線圈製品有限公司), a wholly-owned subsidiary of the Company.

**Properties to be acquired:**

The Property

The Valuer has assessed the value of the Property as being HK\$16,410,000 as at 31 March 2012.

**Payment terms:**

The consideration for the sale and purchase of the Property is HK\$16,680,000 (the "**Consideration**") and is payable by the Purchaser in the following manner:

- (1) a sum of HK\$834,000 has been paid by the Purchaser by cheque today upon the signing of the Agreement to the Vendor as initial deposit;
- (2) a sum of HK\$834,000 shall be paid on or before 24 April 2012 upon the signing of the formal agreement for sale and purchase to the Vendor's solicitors as stakeholders as further deposit; and
- (3) a sum of HK\$15,012,000 shall be paid upon completion as balance of the purchase price.

The Consideration will be satisfied by the Purchaser partly by the internal resources of the Group and partly by bank financing.

The Consideration was arrived at after arm's length negotiations and with reference to the valuation of the Property by the Valuer, being the market value, i.e. the estimated amount for which the Property should exchange on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.

**Completion**

Completion of the sale and purchase of the Property will take place on or before 31 July 2012.

Vacant possession of the Property is to be delivered to the Purchaser upon completion.

**Other terms**

The Property is sold on "as is" basis.

**REASONS FOR THE ACQUISITION OF THE PROPERTY**

The Company intends to hold the Property for investment purpose.

The Directors consider that the terms for the acquisition of the Property under the Agreement are fair and reasonable and in the interest of the shareholders of the Company as a whole.

## **INFORMATION ABOUT THE GROUP AND THE VENDOR**

The Group is principally engaged in the design, development, manufacture and sale of a wide range of coils, ferrite powder and other electronic components, which are generally used in the manufacture of various kinds of electronic and electrical products, as well as in holding investment properties and carrying out retail business of the food and beverage segments.

The Vendor is principally engaged in trading business.

## **GENERAL**

Since the value of the Consideration represents more than 5% but less than 25% of the market capitalisation of the Company, the entering into of the Agreement constituted a discloseable transaction for the Company under Rule 14.06(2) of the Listing Rules.

## **TERMS USED IN THIS ANNOUNCEMENT**

"Agreement"	the binding provisional agreement for sale and purchase dated 11 April 2012 entered into between the Vendor and the Purchaser in relation to the sale and purchase of the Property
"Board"	the board of Directors
"Company"	CEC International Holdings Limited (CEC 國際控股有限公司), a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
"connected persons"	has the meaning ascribed to it under the Listing Rules
"Directors"	the directors of the Company (including the independent non-executive directors of the Company)
"Group"	the Company and its subsidiaries
"HK\$"	Hong Kong dollars, the lawful currency of Hong Kong
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Property"	House No.E5 and its Garden with Car Parking Space 9 and 10, The Castle Bay, Nos.6/18 Lok Chui Street, Tuen Mun, New Territories, Hong Kong, which is owned by the Vendor as at the date of this announcement
"Purchaser"	Coils Electronic Co., Limited (高雅線圈製品有限公司), a company incorporated in Hong Kong and a wholly-owned subsidiary of the Company

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
"Valuer"	Castores Magi (Hong Kong) Limited, an independent valuer appointed by the Company
“Vendor”	Evertrend Textile Limited (興茂紡織有限公司)

By Order of the Board  
**CEC International Holdings Limited**  
**Lam Wai Chun**  
*Chairman*

Hong Kong, 11 April 2012

*As at the date of this announcement, the board of directors of the Company comprises five executive directors, namely Mr. Lam Wai Chun, Ms. Tang Fung Kwan, Ms. Li Hong, Mr. Chung Wai Kin and Mr. Ho Man Lee; and four independent non-executive directors, namely Mr. Au Son Yiu, Dr. Tang Tin Sek, Mr. Goh Gen Cheung and Professor Zhu Yuhe.*

*\* For identification purpose only*