

**VALUETRONICS HOLDINGS LIMITED**  
(Incorporated in Bermuda)

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**PROPOSED ACQUISITION OF 60% EQUITY INTEREST IN BONDER INTERNATIONAL GROUP LIMITED**

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The Board of Directors of Valuetronics Holdings Limited (the "Company") wishes to announce that the Company's wholly-owned subsidiary, Value Chain Limited (formerly known as HT Plastics Limited) had on 30 March 2009 entered into a Sale and Purchase Agreement (the "S&P Agreement") with The SEMK Group Limited to acquire 60% equity interest of Bonder International Group Limited ("BIGL"), a wholly owned subsidiary of The SEMK Group Limited (the "Acquisition").

BIGL is a company incorporated in British Virgin Islands with a paid-up capital of US\$10. Its unaudited negative net tangible asset value as at 9 March 2009 is approximately HK\$30,000. BIGL is principally engaged in the co-development and manufacturing of In Vitro Diagnostic medical equipment.

**Purchase Consideration**

The consideration for the Acquisition, arrived at on a willing-seller willing-buyer basis after taking into account, *inter alia*, the net asset value and business prospects of BIGL, is HK\$4 million (equivalent to approximately S\$0.8 million) (the "Consideration"). The Consideration will be paid in cash and financed through internal funding.

The Acquisition is not expected to have any material effect on the net tangible assets and earnings per share of the Company for the financial year ending 31 March 2009.

This Acquisition amounts to less than 5% of each of the bases set out under Rule 1006 of the Listing Manual. Accordingly it constitutes a non-discloseable transaction under Rule 1008 of the Listing Manual.

**Rationale**

The Acquisition has the following benefits to the Company:

- allows the Company to penetrate segment of the medical equipment industry;
- adds a strong OEM business to the Company's existing OEM business; and
- maximises on the Company's existing metal, plastic and electronic component manufacturing capacities

**Interest of Director and Substantial Shareholder**

The SEMK Group Limited is owned by Mr Yeung Miu Choy and his family. Mr Yeung Miu Choy is the uncle of the Executive Director and substantial shareholder, Mr Chow Kok Kit. Mr Chow Kok Kit had abstained from voting on any resolutions in relation to the Acquisition.

The transaction does not fall within the ambit of an "Interested Person Transaction" under Chapter 9 of the Listing Manual, and shareholders' approval is not required.

Save as disclosed above, none of the Directors or controlling shareholders of the Company have any interest, direct or indirect, in the Acquisition.

By Order of the Board

Tse Chong Hing  
Chairman and Managing Director