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**SOLUTECK HOLDINGS LIMITED**

**一創科技集團有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 8111)

**DISCLOSEABLE TRANSACTION –  
ACQUISITION OF SHARES OF CHINA TECHNOLOGY**

During the Relevant Period, the Company has acquired on market a total of 1,087,000 common stock of China Technology, a company incorporated in the British Virgin Islands with limited liability and the common stock of which are listed on Nasdaq Capital Market.

The Acquisition during the Relevant Period constitutes a discloseable transaction for the Company under the GEM Listing Rules.

**ACQUISITION OF SHARES OF CHINA TECHNOLOGY**

During the Relevant Period, the Company has acquired on market a total of 1,087,000 common stock (“**Common Stock**”) of China Technology, a company incorporated in the British Virgin Islands with limited liability and the common stock of which are listed on Nasdaq Capital Market. The Common Stock represent approximately 4.85% of the common stock of China Technology in issue as at 26 November 2010. Prior to the commencement of the Relevant Period, the Group did not have any interest in China Technology.

As all the acquisitions of the Common Stock during the Relevant Period were conducted on the market, the identity of the counterparty to each such acquisition cannot be ascertained.

\* *for identification purposes only*

As at the date of this announcement, the Company is still holding the Common Stock and the Board intends to hold the Common Stock for short-term investment purposes.

The Common Stock were acquired at prices ranging from US\$2.47558 (equivalent to approximately HK\$19.31) to US\$2.91737 (equivalent to approximately HK\$22.76 per Common Stock) and the Consideration for the Acquisition is HK\$24,249,861.98. The Consideration represented the prevailing market price of the Common Stock at the time of the Acquisition.

The Company has funded the Consideration from the net proceeds of the Subscription and the CB Placing. As disclosed in the announcement of the Company dated 18 October 2010, the original planned usage of the net proceeds were as general working capital for the Company's business expansion.

## **INFORMATION ON CHINA TECHNOLOGY**

China Technology is a company incorporated in the British Virgin Islands with limited liability. China Technology is a growing clean energy group based in the PRC to provide solar energy products and solutions.

Set out below is some financial information of China Technology:

	For the year ended 31 December 2008 (Audited) <i>RMB</i>	For the year ended 31 December 2009 (Audited) <i>RMB</i>
Revenue	–	–
Net loss before tax	55,488,000	42,808,000
Net loss after tax	54,776,000	42,696,000

As at 30 June 2010, the unaudited consolidated total asset value and net asset of China Technology is approximately RMB145,142,000 (equivalent to approximately HK\$171,267,560) and RMB122,726,000 (equivalent to approximately HK\$144,816,680) respectively.

## **REASONS FOR AND BENEFITS OF THE ACQUISITION**

The Group specializes in the provision of implementation and upgrading of self-service automatic teller machine systems, banking and other related equipment, application hardware and software, technical support and consultancy services to commercial banks and postal bureaus in the PRC.

As disclosed in the announcement of the Company dated 14 December 2010, City Max International Limited, a wholly-owned subsidiary of the Company, the Company, Good Million Investments Limited, Mr. Chiu Tung Ping and Ms. Yuen Hing Lan have entered into a conditional sale and purchase agreement dated 13 December 2010 in relation to the proposed acquisition of the entire issued capital of China Technology Solar Power Holdings Limited (“CTSP”). 青海百科光電有限責任公司

(unofficial English translation being Qinghai Baike Solar Power Co., Ltd.), a wholly-owned subsidiary of CTSP, is principally engaged in the business of power generation and the related power system integration for solar energy and biomass energy in the PRC. Furthermore, the Directors are currently under negotiation for the possible acquisition of 51% interest of Solar Market Limited as disclosed in the Company's announcement dated 10 November 2010. Solar Market Limited and its subsidiaries are principally engaged in the business of solar energy investment and management in the PRC. It is considered that the investment in China Technology, which is principally engaged in the production of solar energy products and solutions, would enable the Company to be benefited from the growing demand in energy in the PRC as well as the growing emphasis and awareness on renewable energy by the PRC government.

The Directors confirm that prior to the Acquisition, the Group has not acquired any securities in China Technology which would require aggregation under Rule 19.22 of the GEM Listing Rules.

## **IMPLICATIONS UNDER THE GEM LISTING RULES**

The Acquisition during the Relevant Period constitutes a discloseable transaction for the Company under the GEM Listing Rules.

## **DEFINITIONS**

Unless otherwise specified, the following terms have the following meanings in this announcement:

“Acquisition”	the acquisition of a total of 1,087,000 common stock of China Technology
“Board”	the board of Directors
“CB Placing”	the placing of the convertible bonds in the aggregate principal amount of HK\$26,000,000 placed pursuant to the placing agreement dated 18 October 2010 entered into between the Company and Quam Securities Company Limited, details of which are disclosed in the announcement of the Company dated 18 October 2010
“China Technology”	China Technology Development Group Corporation, a company incorporated in the British Virgin Islands and the common stock of which are listed on Nasdaq Capital Market
“Company”	Soluteck Holdings Limited, the issued shares of which are listed on GEM
“Consideration”	the aggregate consideration for the Acquisition

“Director(s)”	the director(s) of the Company
“GEM”	the Growth Enterprise Market operated by the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“PRC”	the People’s Republic of China, which for the purpose of this announcement, shall excludes Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“Relevant Period”	the period from 14 December 2010 to 20 December 2010, both inclusive
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the share(s) of the Company of HK\$0.10 each
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscription”	the subscription for 78,400,000 Shares pursuant to the subscription agreement the subscription agreement between the Company and Mr. Hou Hsiao Bing dated 18 October 2010, details of which are disclosed in the announcement of the Company dated 18 October 2010
“US\$”	United States dollars, the lawful currency of the United States of America

By order of the Board  
**Soluteck Holdings Limited**  
**Hou Hsiao Bing**  
*Chairman*

Hong Kong, 14 January 2011

*In this announcement, US\$1.00 is taken to be equivalent to HK\$7.80 and RMB1.00 is taken to be equivalent to HK\$1.18. The conversion rate is for the purpose of illustration only and does not constitute a representation that any amounts have been, could have been, or may be exchanged at the aforementioned or any other rates.*

As at the date of this announcement, the Board comprises the following Directors:

*Executive Directors:*

Hou Hsiao Bing (Chairman)

Hou Hsiao Wen

Zeng Xiangyi

Wang Daling

Xu Wei

*Independent non-executive Directors:*

Tam Kam Biu, William

Lai Chun Hung

Zhang Dandan

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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