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**COL Capital Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 383)**

**DISCLOSEABLE TRANSACTION INVOLVING  
ACQUISITION OF 40% SHARES IN  
PRINTRONICS ELECTRONICS LIMITED**

The Board is pleased to announce that on 11 July 2007, the Purchaser, an indirect wholly-owned subsidiary of the Company entered into the Agreement with the Vendor and the Guarantor pursuant to which, among other things, the Vendor has agreed to sell and the Purchaser has agreed to purchase the Sale Shares, representing 40% of the entire issued share capital of Printronics Electronics, for an aggregate consideration of HK\$181,806,698 which will be paid in cash from the Company's internal resources and/or borrowings.

Printronics Electronics is an investment holding company and is the registered and beneficial owner of TPC Shares.

The Acquisition constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules. A circular containing details of the Agreement will be dispatched to the shareholders of the Company within 21 days after the publication of this announcement.

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## **THE AGREEMENT**

**Date:** 11 July 2007

### **Parties**

**Vendor:** Printronics Group Limited

**Purchaser:** Famous Mount Investments Limited

**Guarantor:** Shougang Concord Technology Holdings Limited

The Vendor is an investment holding company. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Vendor and its ultimate beneficial owner are third parties independent of the Company and its subsidiaries and connected persons of the Company and its subsidiaries.

The Purchaser is an indirect wholly-owned subsidiary of the Company and an investment holding company.

The Guarantor is an ultimate holding company of the Vendor and its shares are listed on the Main Board of the Stock Exchange (Stock Code: 521).

### **Assets to be acquired**

2 shares in Printronics Electronics, representing 40% of its entire issued share capital

### **Consideration**

The aggregate consideration for the Acquisition shall be HK\$181,806,698 which shall be paid in cash upon Completion. The consideration will be satisfied from the Group's internal resources and/or borrowings.

The consideration has been agreed by the parties after arm's length negotiations between the Purchaser and the Vendor by reference to the market value of TPC Shares owned by Printronics Electronics.

Based on the audited financial statement of Printronics Electronics for the year ended 31st December, 2006, the net asset value of Printronics Electronics was approximately HK\$18,904,195. The audited loss before and after tax of Printronics Electronics for the years ended 31st December, 2005 and 31st December, 2006 were approximately HK\$1,915,757 and HK\$18,125, respectively.

Based on the management account of Printronics Electronics for the period from 1st January, 2007 to 30th June, 2007, the unaudited net asset value of Printronics Electronics as at 30th June, 2007 was approximately HK\$18,898,454 and the unaudited loss of Printronics Electronics was approximately HK\$5,741.

The profit before tax of TPC during the years ended 31st December, 2005 and 31st December, 2006 were approximately HK\$36,118,000 and HK\$71,190,000, respectively.

The profit after tax of TPC during the years ended 31st December, 2005 and 31st December, 2006 were approximately HK\$31,755,000 and HK\$63,410,000, respectively.

Immediately following Completion, Printronics Electronics will become an associate of the Company. The investment in Printronics Electronics by the Company will be accounted for in the books of the Company as an associated company by using the equity accounting method.

### **Conditions and Completion**

Completion of the Acquisition shall take place on the fifth business day from the date of signing of the Agreement subject to the Vendor having delivered to the Purchaser upon Completion a legal opinion in form and substance satisfactory to the Purchaser by a practising lawyer in the PRC appointed by the Purchaser confirming, inter alia, (a) the due incorporation, valid and continued existence of TPC; and (b) that the transfer of the Sale Shares by the Vendor to the Purchaser will not in any respect constitute a breach of the lock-up undertaking by the Company during the Lock-Up Period as mentioned in the prospectus of TPC dated 23 April 2007 and relevant PRC law and the rules and regulations governing the listing of securities on the Shenzhen Stock Exchange.

Immediately following Completion, the Vendor and the Guarantor jointly and severally undertake to the Purchaser that they shall procure that the Purchaser can nominate such number of directors to the board of Printronics Electronics to the effect that the Purchaser can control 40% of board of Printronics Electronics.

## **INFORMATION ON PRINTRONICS ELECTRONICS AND TPC**

Printronics Electronics was incorporated in Hong Kong on 11 December 1990 and its ultimate holding company is the Guarantor. It is an investment holding company and the registered and beneficial owner of TPC Shares, representing approximately 21.01% of the entire equity interest in the registered capital of TPC. To the best knowledge of the Directors having made all reasonable enquiries, save for investment in TPC Shares, Printronics Electronics has no other investments or subsidiaries as at the date of this announcement.

TPC is a company incorporated in the PRC and its shares are listed as “A-Share” on the Shenzhen Stock Exchange (Stock Code: 002134). The principal business activity of TPC is manufacture and sale of printed circuit boards.

The market price of TPC Shares as at 11th July, 2007 was RMB16.40 per share. The market capitalisation of TPC amounts to approximately RMB3,225,548,966 and its net asset value as at 31st December, 2006 was approximately HK\$235,408,000.

## **INFORMATION ON THE COMPANY**

The principal business activity of the Company is investment holding and through its subsidiaries engages in the securities trading and investments, provision of financial services, property investment and strategic investment.

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

The Directors consider that the Acquisition, if completed, will enable the Company to expand its existing core business in strategic investment.

The Directors (including the independent non-executive Directors) are of the view that the Acquisition is in the interest of the Group and the terms and conditions of the Acquisition are in normal commercial terms, which are fair and reasonable, and are in the interests of the Company and the Shareholders as a whole.

## **GENERAL**

The Acquisition constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules. A circular containing details of the Agreement and the Acquisition will be dispatched to the shareholders of the Company within 21 days after the publication of this announcement.

## **DEFINITIONS**

In this announcement, unless the context requires otherwise, the following expressions have the following meanings:

“Acquisition”	the proposed acquisition of the Sale Shares by the Purchaser from the Vendor pursuant to the Agreement
“Agreement”	the sale and purchase agreement dated 11 July 2007 entered into among the Purchaser, the Vendor and the Guarantor in relation to Acquisition
“associate”	having the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“Business day”	a day (other than Saturday and Sunday) on which banks in Hong Kong are generally open for business
“Company”	COL Capital Limited, a company incorporated in Bermuda with limited liability and the shares of which are listed on the Stock Exchange
“Completion”	completion of the sale and purchase of the Sale Shares in accordance with the terms of the Agreement
“Directors”	directors of the Company
“Group”	the Company and its subsidiaries

“Guarantor”	Shougang Concord Technology Holdings Limited, a company incorporated in Hong Kong and the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 521)
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Lock-Up Period”	the period commencing from 16 May 2007 and ending on the day falling 12 months thereafter
“Printronic Electronics”	Printronic Electronics Limited, a company incorporated in Hong Kong which is beneficially wholly-owned by the Vendor
“Purchaser”	Famous Mount Investments Limited, a company incorporated in the British Virgin Islands and an indirect wholly-owned subsidiary of the Company
“RMB”	Renminbi, the lawful currency of the People’s Republic of China
“Sale Shares”	2 shares of HK\$1.00 each the share capital of Printronic Electronics, representing 40% of the entire issued share capital of Printronic Electronics
“Shareholders”	holders of the Shares
“Shares”	the shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“TPC”	Tianjin Printronic Circuit Corporation (天津普林電路股份有限公司), a company incorporated in the PRC with its shares being listed on the Shenzhen Stock Exchange

“TPC Shares” a total of 41,319,704 fully paid up shares in TPC owned by Printronics Electronics

“Vendor” Printronics Group Limited, a company incorporated in Hong Kong with its ultimate holding company being the Guarantor

By Order of the Board  
**COL Capital Limited**  
**Chong Sok Un**  
*Chairman*

Hong Kong, 12th July, 2007

*As at the date of this announcement, the executive directors are Ms. Chong Sok Un (Chairman), Dato' Wong Peng Chong and Mr. Kong Muk Yin and the independent non-executive directors are Mr. Lo Wai On, Mr. Lau Siu Ki, Kevin and Mr. Zhang Jian.*