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ALLTRONICS HOLDINGS LIMITED

華訊股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 833)

**CONTINUING CONNECTED TRANSACTION
TENANCY AGREEMENT**

On 31 March 2013, ATM, a wholly-owned subsidiary of the Company, as tenant entered into the New Tenancy Agreement with Profit Home as landlord, in respect of the leasing of the Property for a term of two years commencing from 1 April 2013. The New Tenancy Agreement is a renewal of the Previous Tenancy Agreement which will expire on 31 March 2013. Since Profit Home is a connected person of the Company, the New Tenancy Agreement constitutes a continuing connected transaction of the Company under Chapter 14A of the Listing Rules.

However, as each of the applicable percentage ratios for the transaction contemplated under the New Tenancy Agreement is, on annual basis, less than 5%, such transaction is only subject to the reporting, announcement and annual review requirements under the Listing Rules and is exempt from the independent shareholders' approval requirements under the Listing Rules.

On 31 March 2011, ATM had entered into the Previous Tenancy Agreement as tenant in respect of the Property with Profit Home. The Property is used as the quarter for accommodation of Mr. Lam. Particulars of the Previous Tenancy Agreement are disclosed in the announcement of the Company dated 31 March 2011. The Previous Tenancy Agreement will expire on 31 March 2013, ATM and Profit Home entered into the New Tenancy Agreement in respect of the lease of the Property for a term of 2 years commencing from 1 April 2013.

THE NEW TENANCY AGREEMENT

On 31 March 2013, ATM as tenant entered into the New Tenancy Agreement with Profit Home as landlord, in respect of the leasing of the Property. The principal terms of the New Tenancy Agreement are as follows:

Parties	: Profit Home as landlord and ATM as tenant
Property being leased	: Flat B, 39/F, Broadview Villa, 20 Broadwood Road, Happy Valley, Hong Kong (with a total gross floor area of approximately 3,134 square feet)
Tenancy term	: 1 April 2013 to 31 March 2015

Consideration : Rental at HK\$150,000 per month inclusive of government rent, rates and management fee. The rental is payable in advance on the first day of each month.

REASONS FOR ENTERING INTO THE NEW TENANCY AGREEMENT

As Profit Home is connected to Ms. Yeung and Mr. Eric Lam, both are executive Directors, in the manner set out below, ATM would prefer to rent the quarter for director's accommodation from such company which ATM is familiar with and which it can ensure maintenance of good conditions of the property for living. Since the Previous Tenancy Agreement will expire on 31 March 2013, ATM and Profit Home entered into the New Tenancy Agreement with a view to renewing the lease for a term of 2 years commencing from 1 April 2013.

ATM has rented the Property from Profit Home since 1 October 2004 and the monthly rental has remained unchanged at HK\$100,000 since 1 April 2007, and was revised to HK\$150,000 from 1 April 2011. The terms of the New Tenancy Agreement were negotiated on an arm's length basis and the rental chargeable under the New Tenancy Agreement is determined by reference to the market rental of other comparable premises in nearby location recently, ranging from approximately HK\$43 to HK\$50 per square feet of gross floor area per month.

The Directors, including the independent non-executive Directors, consider that the terms of the New Tenancy Agreement are on normal commercial terms and both the New Tenancy Agreement and the annual cap amounts are fair and reasonable and are in the interests of the Company and the Shareholders as a whole. Mr. Lam, Ms. Yeung and Mr. Eric Lam abstained from voting at the board meeting of the Company held to approve the New Tenancy Agreement and the annual caps.

EXEMPT CONTINUING CONNECTED TRANSACTION

Profit Home is a private limited company incorporated in Hong Kong. Ms. Yeung, an executive Director and the spouse of Mr. Lam, is a director and shareholder holding 60% equity interest in Profit Home. Mr. Eric Lam, an executive Director and the son of Mr. Lam and Ms. Yeung, is a director and shareholder holding 20% equity interest in Profit Home. Accordingly, Profit Home is a connected person of the Company under the Listing Rules and the New Tenancy Agreement constitutes a continuing connected transaction of the Company for the purpose of the Listing Rules.

Based on the monthly rental payable under the Previous Tenancy Agreement and the New Tenancy Agreement, it is expected that the annual cap based on the aggregate annual maximum amount payable under the Previous Tenancy Agreement and the New Tenancy Agreement for each of the three financial years ending 31 December 2013, 2014 and 2015 will be HK\$1,800,000, HK\$1,800,000 and HK\$450,000 respectively.

The annual consideration payable by ATM under the New Tenancy Agreement for each of the two financial years ending 31 December 2013 and 2014 is more than HK\$1,000,000 but the applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules are all less than 5%. Further, when the Previous Tenancy Agreement and the New Tenancy Agreement are taken together, the aggregate annual consideration payable by ATM for each financial year above is also more than HK\$1,000,000 but the applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules are all less than 5%. As such, according to Rule 14A.34(1) of the Listing Rules, the New Tenancy Agreement is only subject to the reporting, announcement and annual review requirements under the Listing Rules but is exempt from the independent Shareholders' approval requirements under the Listing Rules. Particulars of the New Tenancy Agreement will be disclosed in the annual reports and financial statements of the Company in accordance with the requirements of the Listing Rules.

GENERAL

The principal activities of the Company and its subsidiaries are the manufacturing and trading of electronic products, plastic moulds, plastic and other components for electronic products, the manufacturing and trading of biodiesel products, and the provision of energy saving business solutions.

The principal activity of Profit Home is property investment.

DEFINITION

In this announcement, unless the context otherwise requires, the following terms shall have the following meaning:

“ATM”	Alltronics Tech. Mftg. Limited, a private company incorporated in Hong Kong and a wholly-owned subsidiary of the Company
“Board”	the board of Directors
“Company”	Alltronics Holdings Limited, an exempted company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“connected person”	has the same meaning as ascribed thereto in the Listing Rules
“Director(s)”	the director(s) of the Company
“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
“Mr. Eric Lam”	Mr. Lam Chee Tai, Eric, an executive Director and the son of Mr. Lam and Ms. Yeung
“Mr. Lam”	Mr. Lam Yin Kee, an executive Director and the Chairman of the Company
“Ms. Yeung”	Ms. Yeung Po Wah, an executive Director and the spouse of Mr. Lam
“New Tenancy Agreement”	the tenancy agreement dated 31 March 2013 entered into between ATM as tenant and Profit Home as landlord in relation to the leasing of the Property by ATM from Profit Home
“Previous Tenancy Agreement”	the tenancy agreement dated 31 March 2011 entered into between ATM as tenant and Profit Home as landlord in relation to the leasing of the Property by ATM from Profit Home

“Profit Home”	Profit Home Investments Limited, a private company incorporated in Hong Kong, owned as to 60% by Ms. Yeung Po Wah and 20% by Mr. Lam Chee Tai, Eric respectively
“Property”	Flat B, 39/F, Broadview Villa, 20 Broadwood Road, Happy Valley, Hong Kong
“Shareholder(s)”	the holder(s) of shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

By order of the Board
Alltronics Holdings Limited
Lam Yin Kee
Chairman

Hong Kong, 31 March 2013

As at the date of this announcement, the Board of the Company comprises:

Executive Directors

Mr. Lam Yin Kee, Ms. Yeung Po Wah, Mr. Lam Chee Tai, Eric and Mr. So Kin Hung

Non-executive Director

Mr. Fan, William Chung Yue

Independent Non-executive Directors

Ms. Yeung Chi Ying, Mr. Yau Ming Kim, Robert and Mr. Leung Kam Wah