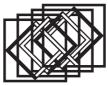
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# PAK TAK INTERNATIONAL LIMITED

(百德國際有限公司)\* (incorporated in Bermuda with limited liability) (Stock Code: 2668)

## **DISCLOSEABLE TRANSACTION**

On 26 January 2007, the Purchaser, a wholly-owned subsidiary of the Company, entered into the Contract with the Seller to purchase computerized knitting machines from the Seller for a total consideration of US\$2,000,000 (equivalent to HK\$15,600,000). The consideration for the Acquisition will be satisfied in cash on or about 31 January 2007 and will be funded by banking facilities.

The Acquisition constitutes a discloseable transaction of the Company and is subject to the announcement requirement under Chapter 14 of the Listing Rules. A circular will be despatched within 21 days after publication of this announcement to the Shareholders containing, among other things, further details of the Contract.

### THE CONTRACT DATED 26 January 2007

#### **Parties to the Contract**

- Seller: Chemtax Industrial Company Limited, a company incorporated in Hong Kong with limited liability. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Seller and its ultimate beneficial owners are not connected with the directors, the chief executives or the substantial shareholders of the Company or any of its subsidiaries or their respective associates and is third party independent of the Company and connected persons of the Company.
- Purchaser: Pak Tak Knitting & Garment Factory Limited, a company incorporated in Hong Kong with limited liability and is a wholly-owned subsidiary of the Company.

#### Subject matter of the Contract

Pursuant to the Contract, the Purchaser agreed to purchase and the Seller agreed to sell computerized knitting machines for the production of knitted garments to the Purchaser for a total consideration of US\$2,000,000 (equivalent to HK\$15,600,000). The machines acquired by the Purchaser are all brand new machines imported from Germany and no revenue has been generated by these machines in the past. No valuation on the machines has been done. The machines will be transferred to the Purchaser on or about 31 January 2007.

#### Consideration

The consideration for the Acquisition will be satisfied in cash on or about 31 January 2007 and will be funded by banking facilities.

The Directors have compared the price offered by the Seller with that of other companies selling similar machines. The consideration is arrived at after arm's length negotiation with the Seller by reference to the price offered by such other companies.

The Board considers that the terms of the Contract are normal commercial terms and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

#### **INFORMATION OF THE SELLER**

The Seller is principally engaged in the sale of computerized knitting machines throughout the world.

#### **REASONS FOR THE ACQUISITION**

The Company is an investment holding company incorporated in Bermuda and the principal activities of the Group include manufacturing, on an OEM basis, and trading of men's, ladies' and children's knitted garments mainly to the United States and Europe.

Due to the shortage of labour in Pan Peal River Delta and the increase in labour cost in the region, the Directors believe that the Acquisition is in the interests of the Company as it will reduce the demand for labour force and allow the Group to have better control over labour cost which are in line with the Group's overall business objective to enhance cost effectiveness.

### IMPLICATIONS UNDER THE LISTING RULES

The Acquisition constitutes a discloseable transaction under Chapter 14 of the Listing Rules as the relevant ratios are in excess of the 5% threshold as set out under Rule 14.08 of the Listing Rules and as such, the Acquisition is subject to the announcement requirement under Chapter 14 of the Listing Rules.

A circular will be despatched within 21 days after publication of this announcement to the Shareholders containing, among other things, further details of the Contract.

#### GENERAL

As at the date of this announcement, the Board comprises Mr. Cheng Chi Tai, Mr. Cheng Kwai Chun, John, Mr. Lin Chick Kwan, Mr. Lin Wing Chau, who are executive Directors and Ms. Ko Hay Yin, Karen, Mr. Chow Chan Lum and Ms. Ho Man Yee, Esther, who are independent non-executive Directors.

#### DEFINITIONS

"Acquisition"	the acquisition of computerized knitting machines by the Purchaser from the Seller for a total consideration of US\$2,000,000 (equivalent to HK\$15,600,000) pursuant to the Contract
"associates"	shall have the meanings as prescribed under the Listing Rules

"Board"	the board of Directors (including the independent non-executive Directors) of the Company
"Company"	Pak Tak International Limited, a company incorporated in Bermuda with limited liability and the issued shares of which are listed on the Stock Exchange
"connected persons"	shall have the meanings as prescribed under the Listing Rules
"Contract"	the unconditional contract entered into between the Purchaser and the Seller on 26 January 2007 in relation to the Acquisition
"Directors"	the directors of the Company
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"HK\$"	Hong Kong dollars, the lawful currency of Hong Kong from time to time
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"OEM"	original equipment manufacturing, under which products are manufactured in whole or in part in accordance with a customer's specifications and are marked under the customer's own brand name
"PRC"	People's Republic of China (and for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan)
"Purchaser"	Pak Tak Knitting & Garment Factory Limited, a company incorporated in Hong Kong with limited liability and is a wholly-owned subsidiary of the Company
"Seller"	Chemtax Industrial Company Limited, a company incorporated in Hong Kong with limited liability
"Shareholders"	holders of Share(s)
"Share(s)"	ordinary share(s) of HK\$0.10 each in the share capital of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary"	shall have the meaning as prescribed under the Companies Ordinance (Cap. 32) of the Laws of Hong Kong and "subsidiaries" shall be construed accordingly
"US\$"	United States dollars, the lawful currency of the United States of America from time to time
	By order of the Board Cheng Chi Tai

Unless otherwise specified, conversion of United States dollars into Hong Kong dollars is based on the exchange rate of US\$1.00 = HK\$7.80. The conversion is for the purpose of illustration only and does not constitute a representation that any amount in US or HK have been, could have been or may be converted at the above rate or any other rates at all.

"Please also refer to the published version of this announcement in the International Herald Tribune"