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AV CONCEPT HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 595)

VOLUNTARY ANNOUNCEMENT – FURTHER ACQUISITION OF SHARES IN WAVESQUARE AND ACCUPIX

This is a voluntary announcement made by the Company.

The Board is pleased to announce that prior to the commencement of the trading hours on 31 August 2010, NCC has entered into:

- (i) a share purchase agreement with Mr. Lee regarding the acquisition of 139,048 shares in Wavesquare at an aggregate consideration of US\$1,500,000; and
- (ii) a share purchase agreement with Atree, Mr. Lee and Accupix regarding the acquisition of 97,333 shares in Accupix at an aggregate consideration of US\$2,000,000.

Following the Wavesquare Completion, the Group's interest in Wavesquare will become approximately 26.9% and following the Accupix Completion, the Group's interest in Accupix will become approximately 22.66%.

The transactions contemplated under each of the Wavesquare Agreement and the Accupix Agreement do not constitute transactions discloseable under Chapter 14 or 14A of the Listing Rules.

This is a voluntary announcement made by AV Concept Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”). The board of directors of the Company (“**Board**”) is pleased to announce that the Group has entered into certain agreements to increase its shareholding interest in each of Wavesquare (as defined below) and Accupix (as defined below). Details of such acquisitions are set out below.

WAVESQUARE AGREEMENT

Reference is made to the announcement of the Company dated 1 June 2010 (“**Wavesquare Announcement**”) in relation to acquisition of certain common shares (each, a “**Wavesquare Share**”) in Wavesquare Inc. (“**Wavesquare**”), a company incorporated under the laws of the Republic of Korea (“**Korea**”), by New Concept Capital Limited, a wholly-owned subsidiary of the Company (“**NCC**”).

Principal terms of the Wavesquare Agreement

The Board is pleased to announce that further to the Wavesquare Announcement, prior to the commencement of the trading hours on 31 August 2010, NCC entered into the share purchase agreement (“**Wavesquare Agreement**”) with Rae Hwan LEE (“**Mr. Lee**”), a party independent of and not connected with the Company or its connected persons (as defined in the Rules (“**Listing Rules**”) Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited) and the majority shareholder of Atree (as defined below), regarding the acquisition of 139,048 existing Wavesquare Shares, representing approximately 2% of Wavesquare’s issued share capital (“**Wavesquare Sale Shares**”). Wavesquare is principally engaged in research, development and manufacturing of the super high brightness LED wafer. Further information on Wavesquare is set out in the Wavesquare Announcement.

Pursuant to the Wavesquare Agreement, the consideration of US\$1,500,000.00 (equivalent to approximately HK\$11.7 million) (“**Wavesquare Consideration**”) for the acquisition of Wavesquare Sale Shares shall be paid to Mr. Lee by wire transfer at completion of the Wavesquare Agreement (“**Wavesquare Completion**”). The Wavesquare Completion is expected to take place on a date to be designated by NCC, but in any event, such date will not be later than 30 September 2010. The Group will fund the Wavesquare Consideration by its internal resources.

Following the Wavesquare Completion, NCC’s interest in Wavesquare will increase from approximately 24.9% to approximately 26.9%.

Other terms of the Wavesquare Agreement

- (1) **Conditions:** The Wavesquare Completion is conditional upon, among other conditions, the obtaining of all approvals from the relevant governmental authority and board of directors of Wavesquare and compliance with all other corporate procedures.
- (2) **Put option:** For a period of 36 months following the Wavesquare Completion, NCC shall have the option, exercisable at NCC’s sole discretion, to sell to Mr. Lee, and to require Mr. Lee to purchase from NCC, the Wavesquare Sale Shares for a price equal to the amount of the Wavesquare Consideration plus the higher of (i) interest accruing on the amount of the Wavesquare Consideration at a rate of 8% per annum; or (ii) a premium equal to 10% of the amount of the Wavesquare Consideration.
- (3) **Termination:** The Wavesquare Agreement may be terminated by either party, upon written notice to the other party, (i) if the Wavesquare Completion has not occurred by 30 September 2010 for any reason other than fault on the part of the terminating party; or (ii) if there is any breach of any obligation, representation or warranty of the other party under the Wavesquare Agreement.

When NCC exercises the put option referred to above, the Company will, where required under the Listing Rules, make a separate announcement in that respect.

ACCUPIX AGREEMENT

Reference is made to the announcement of the Company dated 16 March 2010 (“**Accupix Announcement**”) in relation to the subscription of new shares of Accupix Co., Ltd. (“**Accupix**”), a limited liability company incorporated in Korea, by NCC pursuant to the investment agreement dated 15 March 2010.

Principal terms of the Accupix Agreement

The Board is pleased to announce that further to the Accupix Announcement, prior to the commencement of the trading hours on 31 August 2010, a share purchase agreement (“**Accupix Agreement**”) was entered into between (i) NCC as the purchaser; (ii) Atree Co., Ltd. (“**Atree**”), a limited liability company incorporated in Korea, as the vendor; and (iii) Mr. Lee and Accupix as the warrantors (“**Warrantors**”). Each of Atree, Mr. Lee and Accupix is a party independent of and not connected with the Company and its connected persons.

Pursuant to the Accupix Agreement, NCC has conditionally agreed to purchase and Atree has conditionally agreed to sell 97,333 shares of Accupix (“**Accupix Sale Shares**”), representing approximately 2.66% of Accupix’s issued share capital, for a total consideration of US\$2,000,000.00 (equivalent to approximately HK\$15.6 million) (“**Accupix Consideration**”). The Accupix Consideration shall be paid to Atree by wire transfer at completion of the Accupix Agreement (“**Accupix Completion**”). The Accupix Completion is expected to take place on a date to be designated by NCC, but in any event, such date will not be later than 30 September 2010. The Group will fund the Accupix Consideration by its internal resources.

Accupix is principally engaged in the design and provision of solution in relation to 3-dimensional TV LCD shutter glasses. Further information on Accupix is set out in the Accupix Announcement.

Following the completion of Accupix Agreement (“**Accupix Completion**”), NCC’s interest in Accupix will increase from approximately 20% to approximately 22.66%.

Other terms of the Accupix Agreement

- (1) **Conditions:** The Accupix Completion is conditional upon, among other conditions, the obtaining of all approvals from the relevant governmental authority and board of directors of Accupix and compliance with all other corporate procedures.
- (2) **Target profit:** Atree and the Warrantors, jointly and severally, warrant and guarantee to NCC that the net income of Accupix earned during the 12 month period from 1 April 2010 to 31 March 2011 (both days inclusive) will be no less than US\$25,000,000.00, failing which Atree and the Warrantors shall indemnify NCC any and all losses, claims, liabilities and expenses incurred.

- (3) **Put option:** For a period of 36 months following the Accupix Completion, NCC shall have the option, exercisable at NCC's sole discretion, to sell to Atree, and to require Atree to purchase from NCC, the Accupix Sale Shares, for an amount equal to the Accupix Consideration plus the higher of (i) interest accruing on the amount of the Accupix Consideration at a rate of 8% per annum; or (ii) a premium equal to 10% of the amount of the Accupix Consideration.
- (4) **Termination:** The Accupix Agreement may be terminated by NCC or jointly by Atree and the Warrantors, upon written notice to the other party, (i) if the Accupix Completion has not occurred by 30 September 2010 for any reason other than fault on the part of the terminating party; or (ii) if there is any breach of any obligation, representation or warranty of the other party under the Accupix Agreement.

When NCC exercises the put option referred to above, the Company will, where required under the Listing Rules, make a separate announcement in that respect.

GENERAL

The Group is principally engaged in the marketing and distribution of electronic components, and the design, development and sale of electronic products.

The Board considers that there are strong market potential in the business now carried on by each of Wavesquare and Accupix and believes that it is in the interest of the Company and its shareholders as a whole for the Group to enter into the Wavesquare Agreement and the Accupix Agreement, the terms of which are fair and reasonable.

The transactions contemplated under each of the Wavesquare Agreement and the Accupix Agreement do not constitute transactions discloseable under Chapter 14 or 14A of the Listing Rules.

By Order of the Board
AV Concept Holdings Limited
So Yuk Kwan
Chairman

Hong Kong, 31 August 2010

As at the date of this announcement, the Board comprises two executive Directors, Dr. Hon. So Yuk Kwan (Chairman) and Mr. So Chi On, and three independent non-executive Directors, Dr. Hon. Lui Ming Wah, SBS, JP, Mr. Charles E. Chapman and Mr. Wong Ka Kit.