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CEC-COILS®

CEC INTERNATIONAL HOLDINGS LIMITED

CEC 國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 759)

APPOINTMENT OF EXECUTIVE DIRECTOR AND RE-DESIGNATION OF THE DIRECTORS

During the annual general meeting of CEC International Holdings Limited (the “**Company**”) held on 29 September 2009, Mr. Chung Wai Kin (“**Mr. Chung**”) was elected as a director of the Company. Mr. Chung was then appointed by the board of directors of the Company (the “**Board**”) as an executive director of the Company commencing from 29 September 2009.

With effect from 29 September 2009, Mr. Lam Wai Chun (“**Mr. Lam**”) has been appointed as the Managing Director of the Company and Ms. Tang Fung Kwan (“**Ms. Tang**”) has ceased to be the Deputy Chairman and the Managing Director of the Company.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that during the annual general meeting of the Company held on 29 September 2009, Mr. Chung Wai Kin was elected as a director of the Company. Mr. Chung was then appointed by the Board as an executive director of the Company for a term of 3 years commencing from 29 September 2009.

Mr. Chung, aged 28, joined the Company and its subsidiaries (the “**Group**”) in 2002 and is the head of information system of the Group responsible for co-ordinating the Group’s information technology development and application functions. He is the director of Coils Electronic Co., Limited, the indirect wholly-owned subsidiary of the Company. Mr. Chung has been admitted to the degree of Bachelor of Information Engineering with Honours and the degree of Master of Science in System Engineering and Engineering Management at The Chinese University of Hong Kong in 2002 and 2007 respectively.

As at the date of this announcement, Mr. Chung has no interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”). Mr. Chung is not related to any of the directors, chief executive, senior management, substantial or controlling shareholders of the Company and did not hold any directorship in any other listed public companies during the three years preceding the date of this announcement.

Mr. Chung entered into a service agreement with the Company, pursuant to which Mr. Chung has been appointed as an executive director of the Company for a term of three (3) years commencing from 29 September 2009 and is subject to retirement by rotation in accordance with the Company's Bye-laws. Mr. Chung will receive a director's fee of HK\$480,000 per annum, which is subject to review by the Board. Other than the aforesaid, he will not be entitled to other salary from other members of the Group. The aforesaid director's fee was determined by the Board with reference to his duties and responsibilities with the Company, the Company's remuneration policy and the market benchmark.

Save as disclosed above, Mr. Chung confirmed that there is no other matter relating to his appointment that need to be brought to the attention of the shareholders of the Company (the "**Shareholders**") nor any information to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

RE-DESIGNATION OF THE DIRECTORS

The Board also announces that, due to the re-allocation of the respective duties of the directors of the Company, with effect from 29 September 2009:

1. Mr. Lam Wai Chun, the Chairman and an executive director of the Company, has been appointed as the Managing Director of the Company; and
2. Ms. Tang Fung Kwan has ceased to be the Deputy Chairman and the Managing Director of the Company but will continue to serve as an executive director of the Company.

The biographical details of Mr. Lam and Ms. Tang are set out as follows:

Mr. Lam, aged 50, was appointed as an executive director of the Company with effect from 29 September 1999, and has been the Chairman of the Company since 4 October 1999. Mr. Lam founded the Group in 1979 and has over 38 years of experience in the coils manufacturing industry. Mr. Lam is also the managing director of Coils Electronic (Zhong Shan) Co., Limited ("**Zhongshan Coils**").

As at the date of this announcement, Mr. Lam has a total interest in 472,250,848 shares (representing approximately 65.90% of the issued share capital of the Company), which comprises (i) a personal interest in 29,955,188 shares and (ii) a trust interest in 442,295,660 shares (for being a founder of his family trust), and is deemed to have an interest in 14,000,000 non-voting deferred shares of Coils Electronic Co., Limited, an associated corporation (as defined under the SFO) of the Company, within the meaning of Part XV of the SFO and holds shares in certain subsidiaries of the Group as trustee for their holding companies.

Mr. Lam's trust interest in 442,295,660 shares (representing approximately 61.72% of the issued share capital of the Company) is ultimately held by his family trust through Ka Yan China Development (Holding) Company Limited, a wholly-owned subsidiary of Ka Yan China Investments Limited. According to the register kept by the Company pursuant to section 336 of the SFO, each of Ka Yan China Investments Limited, the ultimate holding company of the Company, and HSBC International Trustee Limited, the trustee of Mr. Lam's family trust, is deemed to be interested in 442,295,660 shares, representing approximately 61.72% of the issued share capital of the Company, as at the date of this announcement, which duplicates each other forming the shares in which Ka Yan China Development (Holding) Company Limited is interested. As at the date of this announcement, the actual duplicate interests held by Ka Yan China Investments Limited and HSBC International Trustee Limited in the Company is 442,295,660 shares which are also the same shares held by Ka Yan China Development (Holding) Company Limited as mentioned above. Mr. Lam is the sole director of Ka Yan China Development (Holding) Company Limited.

Ms. Law Ching Yee, the spouse of Mr. Lam, is deemed a substantial shareholder due to Mr. Lam's interests in the Company for the purpose of SFO. Save as disclosed above, Mr. Lam is not related to any directors, senior management, substantial or controlling shareholders of the Company and did not hold any directorship in any other listed public companies in the three years preceding the date of this announcement.

Mr. Lam entered into a service agreement with the Company on 27 September 1999 for an initial period of three years commencing on 1 October 1999 and continue thereafter until terminated by either party giving to the other not less than six months' notice in writing terminating on or after the expiry of the initial term of three years. Under the service agreement, Mr. Lam is entitled to an annual remuneration of HK\$1,001,000, reimbursement of insurance premium and an annual management bonus, which was determined by the Board with reference to his duties and responsibilities with the Company, the Company's remuneration policy and the market benchmark. The annual management bonus equivalent to 2% of the audited consolidated profit of the Group attributable to shareholders (after taxation but before extraordinary items and before such management bonus) (the "**Net Profit**") if the Net Profit for the relevant financial year exceeds HK\$50,000,000 and 4% of the Net Profit if the Net Profit for the relevant year exceeds HK\$70,000,000. Since then, no management bonus has been paid to Mr. Lam. On 1 August 2009, Mr. Lam entered into a service contract with Zhongshan Coils regarding his continued engagement as the managing director and currently receives RMB20,000 per month as director's remuneration. There is no specific term for the engagement, which will continue until terminated by either party giving to the other a 30 days' prior written notice (subject to the relevant statutory requirements under the PRC laws and regulations) or any other termination event as specified in the service contract.

Save as disclosed above, Mr. Lam confirmed that there is no other matter relating to his re-designation that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Ms. Tang, aged 39, was appointed as an executive director of the Company with effect from 29 September 1999, and has been the Managing Director and Deputy Chairman of the Company since 5 May 2003 and 1 August 2003 respectively. Ms. Tang is also a director of Zhongshan Coils. She is also a member of the Remuneration Committee and the chairman of the Accounts Receivable Supervisory Committee of the Company. She has been admitted to the degree of Bachelor of Social Sciences with Honours in The University of Hong Kong in 1992, the degree of International Master of Business Administration in The University of South Australia, Australia, in 1998, the degree of Bachelor of Laws (LLB) in The Manchester Metropolitan University, United Kingdom, in 2006, and the Postgraduate Certificate in Laws in The University of Hong Kong in 2008. Ms. Tang joined the Group in 1993.

At the date of this announcement, Ms. Tang is personally interested in 4,194,611 shares, representing approximately 0.59% of the issued share capital of the Company within the meaning of Part XV of the SFO. Ms. Tang is not related to any directors, senior management, substantial or controlling shareholders of the Company and did not hold any directorship in any other listed public companies in the three years preceding the date of this announcement.

On 28 April 2008, Ms. Tang entered into a service agreement with the Company for a term of three years commencing on 1 May 2008 until terminated by either party giving to the other a prior notice of three months (or such shorter period as the parties may agree in writing from time to time) in writing, but in any event not exceeding its term. The Company and Ms. Tang have entered into a supplemental agreement to service agreement on 29 September 2009. Under the service agreement (as amended by the said supplemental agreement), Ms. Tang is entitled to HK\$100,000 per month as director's remuneration, which was approved by the Remuneration Committee of the Company by reference to her duties and responsibilities with the Company, the Company's remuneration policy and market benchmark. Ms. Tang shall be subject to retirement by rotation and eligible for re-election at the Company's annual general meeting every three years. On 1 August 2009, Ms. Tang entered into a service contract with Zhongshan Coils regarding her continued engagement as the director and currently receives a monthly salary of RMB10,000 as director's remuneration. There is no specific term for the engagement, which will continue until terminated by either party giving to the other a 30 days' prior written notice (subject to the relevant statutory requirements under the PRC laws and regulations) or any other termination event as specified in the service contract.

Save as disclosed above, Ms. Tang confirmed that there is no other matter relating to her re-designation that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

By Order of the Board
Lam Wai Chun
Chairman

Hong Kong, 29 September 2009

As at the date of this announcement, the Board comprises four executive directors, namely Mr. Lam Wai Chun, Ms. Tang Fung Kwan, Ms. Li Hong and Mr. Chung Wai Kin, and five independent non-executive directors, namely Mr. Au Son Yiu, Mr. Lee Wing Kwan, Denis, Dr. Tang Tin Sek, Mr. Goh Gen Cheung and Professor Zhu Yuhe.

** For identification purpose only*