

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CAPXON INTERNATIONAL ELECTRONIC COMPANY LIMITED

凱普松國際電子有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0469)

CHANGE IN BOARD LOT SIZE

Reference is made to: (i) the scheme document dated 31 August 2020 and issued jointly by the Company and Value Management Holding Limited (the “**Offeror**”) in relation to the proposed privatisation of the Company by way of a scheme of arrangement under Section 86 of the Companies Law, Cap. 22 (Law 3 of 1961), as consolidated and revised, of the Cayman Islands and the proposed withdrawal of listing of the Shares on the Stock Exchange (the “**Scheme Document**”); and (ii) the results announcement dated 23 September 2020 and issued jointly by the Company and the Offeror in relation to the results of the Court Meeting and the EGM (the “**Results Announcement**”).

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Scheme Document.

CHANGE IN BOARD LOT SIZE

The Board announces that the board lot size of the Shares will be changed from 4,000 Shares to 860,000 Shares with effect from 9:00 a.m. on Tuesday, 6 October 2020.

REASONS FOR AND BENEFITS OF THE CHANGE IN BOARD LOT SIZE

As set forth in the Scheme Document, on 5 June 2020, the Offeror and the Company jointly announced that on 29 May 2020, the Offeror requested the Board to put forward a proposal to the Scheme Shareholders for the privatisation of the Company by way of a scheme of arrangement under Section 86 of the Companies Law involving the cancellation of the Scheme Shares and, in consideration therefor, the payment by the Offeror to the Scheme Shareholders in cash of the Cancellation Price for each Scheme Share so cancelled, and the withdrawal of the listing of the Shares on the Stock Exchange.

As stated in the Results Announcement, the Court Meeting and the EGM were held on Wednesday, 23 September 2020, during which all relevant resolutions relating to the Scheme and the implementation of the Proposal were duly approved by the Shareholders in accordance with the relevant requirements of the Takeovers Code and the Companies Law.

The Company has applied to the Stock Exchange for the withdrawal of the listing of the Shares from the Stock Exchange in accordance with Rule 6.15(2) of the Listing Rules, subject to, among other things, the sanction of the Scheme (with or without modification) by the Grand Court and all other Conditions having been fulfilled (or, as applicable, waived in whole or in part). As at the date of this announcement, the Stock Exchange has approved the application for the withdrawal of the listing of the Shares subject to the Scheme becoming effective. Subject to the Scheme becoming effective on the Effective Date, it is expected that the listing of the Shares on the Stock Exchange will be withdrawn from 4:00 p.m. on Friday, 23 October 2020.

As set forth in the section headed “Expected Timetable” in the Scheme Document, the expected latest time for trading of Shares on the Stock Exchange will be 4:10 p.m. on Monday, 5 October 2020. As set forth in the paragraph headed “Expected timetable for the change in board lot size” in this announcement, the change in the board lot size of the Shares will only become effective after the latest time for trading of Shares on the Stock Exchange.

The new board lot size of 860,000 Shares is determined taking into account the maximum board lot size permitted under the Listing Rules and the relevant guidance issued by the Stock Exchange, with a view to minimising the administrative expenses involved in the privatisation process.

For the avoidance of doubt, the change in the board lot size of the Shares would not, subject to the Scheme becoming effective, affect the entitlements of the Scheme Shareholders under the Scheme (including the Cancellation Price).

EXPECTED TIMETABLE FOR THE CHANGE IN BOARD LOT SIZE

Effective date of the change in board lot size

From 4,000 Shares to 860,000 Shares 9:00 a.m. on Tuesday, 6 October 2020

ODD LOT ARRANGEMENT AND PARALLEL TRADING

The latest time for trading of Shares on the Stock Exchange is expected to be 4:10 p.m. on Monday, 5 October 2020. It is expected that the trading of the Shares on the Stock Exchange will be suspended from the said date and time and up to the date of withdrawal of the listing of the Shares on the Stock Exchange becoming effective (which is expected to be at 4:00 p.m. on Friday, 23 October 2020). In addition, subject to the Scheme becoming effective, the Scheme Shares held by the Scheme Shareholders (including any Scheme Shares held by the odd lot holders) will be cancelled on the Effective Date. As such, the Board is of the view that it is reasonable and expedient not to arrange for any odd lot matching services to the Shareholders. There will be no parallel trading arrangement.

ARRANGEMENT ON SHARE CERTIFICATES

All existing share certificates in board lot of 4,000 Shares will continue to be evidence of title to such Shares and be valid for delivery, transfer and settlement purposes. Therefore, no exchange of existing share certificates will be required and no arrangement for free exchange of existing share certificates will be provided.

By order of the board of
Capxon International Electronic Company Limited
Mr. Lin Chin Tsun
Director

Hong Kong, 25 September 2020

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Lin Chin Tsun (Chairman and President), Ms. Chou Chiu Yueh (Vice President), Mr. Lin Yuan Yu (Chief Executive Officer) and Ms. Lin I Chu, one non-executive Director, namely Ms. Liu Fang Chun and three independent non-executive Directors, namely Mr. Hsieh King-Hu, Miles, Mr. Lu Hong Te and Mr. Tung Chin Chuan.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.