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The logo for CapXon, featuring the word "CapXon" in white serif font on a blue rectangular background.

**VALUE MANAGEMENT  
HOLDING LIMITED**  
價值管理控股有限公司

*(Incorporated in the British Virgin Islands  
with limited liability)*

**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)**

**JOINT ANNOUNCEMENT  
PROPOSAL FOR THE PRIVATISATION OF  
CAPXON INTERNATIONAL ELECTRONIC COMPANY LIMITED  
BY THE OFFEROR BY WAY OF A SCHEME OF ARRANGEMENT  
UNDER SECTION 86 OF THE COMPANIES LAW  
(1) SANCTION OF THE SCHEME BY THE GRAND COURT  
(2) EXPECTED EFFECTIVE DATE OF THE SCHEME  
AND  
(3) PROPOSED WITHDRAWAL OF LISTING OF  
CAPXON INTERNATIONAL ELECTRONIC COMPANY LIMITED**

**Financial Adviser to the Offeror**

The logo for Elstone, featuring the Chinese characters "千里碩" in gold and grey, followed by a stylized graphic of three vertical bars of increasing height, and the word "ELSTONE" in grey below.

**Independent Financial Adviser to the Independent Board Committee**

The logo for Somerville Capital Limited, featuring a stylized gold and grey symbol resembling a double-headed arrow or a stylized 'S', followed by the text "SOMERLEY CAPITAL LIMITED" in grey.

## **INTRODUCTION**

Reference is made to (i) the announcement dated 5 June 2020 jointly issued by Capxon International Electronic Company Limited (the “**Company**”) and Value Management Holding Limited (the “**Offeror**”) in relation to the Proposal; (ii) the announcement dated 26 June 2020 jointly issued by the Company and the Offeror in relation to the extension of time for despatch of the Scheme Document (as defined below); (iii) the composite scheme document dated 31 August 2020 jointly issued by the Company and the Offeror, in relation to, among other things, the proposed privatisation of the Company by the Offeror by way of a scheme of arrangement under Section 86 of the Companies Law and the proposed withdrawal of the listing of the Shares (the “**Scheme Document**”); and (iv) the announcement dated 23 September 2020 jointly issued by the Company and the Offeror in relation to, among other things, the results of the Court Meeting and the EGM (the “**Results Announcement**”). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Scheme Document.

## **SANCTION OF THE SCHEME AND CONFIRMATION OF THE CAPITAL REDUCTION OF THE COMPANY BY THE GRAND COURT**

The Scheme was sanctioned without modification by the Grand Court at the petition hearing held on Thursday, 8 October 2020 (Cayman Islands time). The reduction of the number of issued Shares in the share capital of the Company resulting from the cancellation and extinguishment of the Scheme Shares (the “**Capital Reduction**”) was also confirmed by the Grand Court on the same day at the same hearing.

An official copy of the order of the Grand Court sanctioning the Scheme and confirming the Capital Reduction is expected to be delivered to the Registrar of Companies in the Cayman Islands for registration pursuant to Section 86(3) of the Companies Ordinance on Wednesday, 21 October 2020 (Cayman Islands time).

## **EXPECTED EFFECTIVE DATE OF THE SCHEME**

As at the date of this joint announcement, all of the Conditions of the Scheme as set out in the section headed “Conditions of the Proposal” in the Explanatory Statement of the Scheme Document have been fulfilled, save for the aforesaid delivery to the Registrar of Companies in the Cayman Islands of a copy of the order of the Grand Court for registration, which is expected to be completed by Wednesday, 21 October 2020 (Cayman Islands time). Accordingly, subject to registration of an official copy of the order of the Grand Court sanctioning the Scheme and confirming the Capital Reduction, the Scheme is expected to become effective on Wednesday, 21 October 2020 (Cayman Islands time).

A further announcement will be made when the Scheme has become effective.

## **PROPOSED WITHDRAWAL OF THE LISTING OF THE SHARES**

The Company has applied to the Stock Exchange for, and the Stock Exchange has approved, the withdrawal of the listing of the Shares on the Stock Exchange with effect from 4:00 p.m. on Friday, 23 October 2020, subject to the Scheme becoming effective.

## GENERAL

For further information in respect of the timetable of the Scheme, please refer to the remaining expected events and the corresponding dates and times in the section headed “Expected Timetable” in the Scheme Document and the Results Announcement.

### WARNINGS:

**Shareholders and potential investors should be aware that the implementation of the Proposal and the Scheme are subject to the Conditions being fulfilled or waived, as applicable, and thus the Proposal may or may not be implemented and the Scheme may or may not become effective.**

**Shareholders and potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

By order of the board of  
**Value Management Holding Limited**  
**Ms. Chou Chiu Yueh**  
*Director*

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

Hong Kong, 9 October 2020

*As at the date of this joint announcement, the directors of the Offeror are Mr. Lin Chin Tsun and Ms. Chou Chiu Yueh.*

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

*As at the date of this joint 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 joint announcement (other than that relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror and the Offeror Concert Parties) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*