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O₂MICRO INTERNATIONAL LIMITED

凹凸科技有限公司*

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 457)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board of directors (the “Board”) of O2Micro International Limited (the “Company”) hereby announces that the Company has granted share options under its share option scheme, subject to acceptance of the grantees, details of which are set out as below:

Date of grant: 28 February 2009 (the “Date of Grant”)

The share options were granted to some of the directors of the Company with details as follows:

Name of Grantee	Number of share options
Executive Director, Sterling Du	13,577,600
Executive Director, Perry Kuo	5,538,800
Executive Director, James Keim	5,538,800
Non-Executive Director, Tan Teik Seng	2,075,450

Exercise price of share options granted: US\$ 0.0464 to subscribe for one ordinary share of US\$0.00002 each of the Company

Total Number of share options granted: 26,730,650 share options (each share option shall entitle the holder of the share option to subscribe for one share of the Company)

Closing price of the shares of the Company on the Date of Grant: US\$0.0464

Validity period of the share options: 28 February 2009 to 28 February 2017 (the “Option Period”)

Subject to the Grantee's Continuous Service and other limitations set forth in the Plan and the Option Agreement, the Option may be exercised, in whole or in part, in accordance with the following schedule:

1/48 of the Shares subject to the Option shall vest on each monthly anniversary of the Vesting Commencement Date, which is on 28 February 2009.

By order of the Board
O2Micro International Limited
Sterling Du
Executive Director

Hong Kong, 3rd March 2009

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. Sterling Du

Mr. Chuan Chiung "Perry" Kuo

Mr. James Elvin Keim

Independent Non-Executive Directors:

Mr. Michael Austin

Mr. Teik Seng Tan

Mr. Lawrence Lai-Fu Lin

Mr. Keisuke Yawata

Mr. Xiaolang Yan

Mr. Ji Liu

** For identification purpose only*