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## Namtai (Namtai

#### Nam Tai Electronics, Inc.

(Incorporated in the British Virgin Islands with limited liability) (NYSE stock code: NTE)

## Nam Tai Electronic & Electrical Products Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2633)

# JOINT ANNOUNCEMENT DESPATCH OF COMPOSITE OFFER DOCUMENT

PROPOSED PRIVATIZATION OF
NAM TAI ELECTRONIC & ELECTRICAL PRODUCTS LIMITED
BY NAM TAI ELECTRONICS, INC.
BY WAY OF A VOLUNTARY CONDITIONAL GENERAL CASH OFFER
BY YU MING INVESTMENT MANAGEMENT LIMITED
AND SOMERLEY LIMITED ON BEHALF OF
NAM TAI ELECTRONICS, INC.
FOR ALL ISSUED SHARES IN
NAM TAI ELECTRONIC & ELECTRICAL PRODUCTS LIMITED
(OTHER THAN THOSE SHARES ALREADY OWNED BY
NAM TAI ELECTRONICS, INC.)

FINANCIAL ADVISERS TO NAM TAI ELECTRONICS, INC.





The composite offer document jointly issued by NTEI and NTEEP in relation to the General Offer, together with the accompanying form of acceptance and transfer for the Shares, will be posted on the website of the Stock Exchange (http://www.hkexnews.hk) and NTEEP (http://www.namtaieep.com) and are expected to be despatched to the Independent Shareholders on 9<sup>th</sup> June, 2009.

The General Offer will be open for acceptance from 9:00 a.m. on 9<sup>th</sup> June, 2009 to 4:00 p.m. on 30<sup>th</sup> June, 2009 unless extended by NTEI in accordance with the Takeovers Code.

Shareholders are strongly advised to read the composite offer document carefully, including the recommendation from the Independent Board Committee and the advice from Centurion in relation to the General Offer, before deciding whether or not to accept the General Offer.

Reference is made to the joint announcement dated 19<sup>th</sup> May, 2009 jointly issued by NTEI and NTEEP in relation to the General Offer (the "Announcement"). Unless the context otherwise requires, terms used herein shall have the same meanings as those defined in the Announcement.

#### DESPATCH OF THE COMPOSITE OFFER DOCUMENT

The composite offer document (including, among others, the full terms and conditions of the General Offer, the expected timetable, the advice from the independent financial adviser and the recommendation of the Independent Board Committee) jointly issued by NTEI and NTEEP in relation to the General Offer, together with the accompanying form of acceptance and transfer for the Shares will be posted on the website of the Stock Exchange (http://www.hkexnews.hk) and NTEEP (http://www.namtaieep.com) and are expected to be despatched to the Independent Shareholders on 9<sup>th</sup> June, 2009.

The General Offer will be open for acceptance from 9:00 a.m. 9<sup>th</sup> June, 2009 to 4:00 p.m. on 30<sup>th</sup> June, 2009 unless extended by NTEI in accordance with the Takeovers Code.

Shareholders are strongly advised to read the composite offer document carefully, including the recommendation from the Independent Board Committee and the advice from Centurion in relation to the General Offer, before deciding whether or not to accept the General Offer.

## COMPULSORY ACQUISITION AND WITHDRAWAL OF LISTING

If NTEI receives acceptances and/or makes purchases totaling at least 90% of the Offer Shares within four months since the date of posting of this composite offer document,

- (i) NTEI intends to exercise any compulsory acquisition rights to which it is entitled under Rule 2.11 of the Takeovers Code and Section 88 of the Companies Law to acquire the remaining Shares not already owned by NTEI. Upon completion of such compulsory acquisition, NTEEP would become a wholly-owned subsidiary of NTEI and application will be made for the withdrawal of listing of the Shares from the Stock Exchange in accordance with Rule 6.15 of the Listing Rules. An announcement in relation to the withdrawal application shall be made before the last day of dealing of the Shares; and
- (ii) NTEEP will apply for a suspension of dealings in the Shares from the closing of the General Offer up to the withdrawal of listing of the Shares from the Stock Exchange.

### **CAUTION**

If, at the close of the General Offer, less than 25% of the Shares are held by the public or if the Stock Exchange believes that:

- a false market exists or may exist in the trading of the Shares, or
- there are insufficient Shares in public hands to maintain an orderly market,

then the Stock Exchange may exercise its discretion to suspend dealings in the Shares. In this connection, it should be noted that upon completion of the General Offer, there may be insufficient public float for the Shares and, therefore, trading in the Shares may be suspended until a prescribed level of public float is restored.

In the event if the compulsory acquisition rights are not available to NTEI and the General Offer closes, and the public float requirement is not met, NTEEP will undertake to take appropriate steps to restore its public float.

As at the date of this announcement, the non-executive director of NTEEP is Mr. KOO Ming Kown, and the independent non-executive directors of NTEEP are Mr. CHAN Tit Hee, Charles, Mr. LAI Kin Ki and Mr. LEUNG Wai Hung.

The directors of NTEEP jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to NTEEP and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement relating to NTEEP 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.

The directors of NTEI jointly and severally accept full responsibility for the accuracy of information contained in this announcement (other than those relating to NTEEP) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those relating to NTEEP) 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 the announcement misleading.

By order of the board of NAM TAI ELECTRONICS, INC.

Koo Ming Kown

Chairman

By order of the board of
NAM TAI ELECTRONIC & ELECTRICAL PRODUCTS LIMITED
Wong Long Kee
Company Secretary

Hong Kong, 9<sup>th</sup> June, 2009