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**CRH
(Microelectronics) Limited**

(incorporated in the British Virgin Islands with limited liability)



**華潤微電子有限公司
China Resources Microelectronics Limited**

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 597)

JOINT ANNOUNCEMENT

**PROPOSAL TO PRIVATISE
CHINA RESOURCES MICROELECTRONICS LIMITED
BY WAY OF A
SCHEME OF ARRANGEMENT UNDER SECTION 86 OF
THE COMPANIES LAW OF THE CAYMAN ISLANDS**

**PROPOSED WITHDRAWAL OF LISTING OF
CHINA RESOURCES MICROELECTRONICS LIMITED**

**PROPOSED CONDITIONAL OPTION PAYMENT TO
THE OPTIONHOLDERS FOR CANCELLATION OF
ALL OUTSTANDING OPTIONS**

**SANCTION OF THE SCHEME OF ARRANGEMENT
BY THE COURT OF THE CAYMAN ISLANDS**

**Financial adviser to China Resources (Holdings) Company Limited and
CRH (Microelectronics) Limited**

ANGLO CHINESE 英
CORPORATE FINANCE, LIMITED 高

The Scheme of Arrangement was sanctioned without modification by the Court and the reduction of share capital of CRM involved in the Scheme of Arrangement was confirmed by the Court on Friday, 28th October, 2011 (Cayman Islands time).

A sealed copy of the order of the Court made on Friday, 28th October, 2011 (Cayman Islands time) sanctioning the Scheme of Arrangement and confirming the reduction of capital provided for by the Scheme of Arrangement is expected to be delivered to the Registrar of Companies in the Cayman Islands for registration on Tuesday, 1st November 2011 (Cayman Islands time) which, given the time difference between the Cayman Islands and Hong Kong, will be on Wednesday, 2nd November, 2011 (Hong Kong time).

Subject to the registration of the order of the Court by the Registrar of Companies in the Cayman Islands, and the fulfillment or waiver, as applicable, of the remaining conditions as set out under paragraphs (e), (f), (g), (h) and (i), the full details of which can be found on pages 62 to 63 of the Composite Document, the Scheme of Arrangement is expected to become effective on Wednesday, 2nd November, 2011 (Hong Kong time). A further announcement will be made when the Scheme of Arrangement has become effective.

The Stock Exchange has approved the withdrawal of the listing of the Shares on the Stock Exchange with effect from 9:00 a.m. on Wednesday, 2nd November, 2011, subject to the Scheme of Arrangement becoming effective.

Shareholders and potential investors should note that the implementation of the Proposal is subject to the conditions of the Scheme of Arrangement being fulfilled or waived, as applicable. Thus, the Proposal may or may not become effective. The cash offer to Optionholders may or may not become unconditional.

1. INTRODUCTION

References are made to (i) the composite scheme document jointly issued by CRH (Microelectronics) Limited and CRM dated 5th September, 2011 (the "Composite Document"); (ii) the announcement jointly issued by CRH (Microelectronics) Limited and CRM dated 28th September, 2011. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Composite Document. All references in this announcement to times and dates are references to Hong Kong times and dates unless specified otherwise.

2. SANCTION OF THE SCHEME OF ARRANGEMENT BY THE COURT

The Scheme of Arrangement was sanctioned without modification and the reduction of share capital of CRM involved in the Scheme of Arrangement was confirmed by the Court on Friday, 28th October, 2011 (Cayman Islands time).

A sealed copy of the order of the Court made on Friday, 28th October, 2011 (Cayman Islands time) sanctioning the Scheme of Arrangement and confirming the reduction of capital provided for by the Scheme of Arrangement is expected to be delivered to the Registrar of Companies in the Cayman Islands for registration on Tuesday, 1st November, 2011 (Cayman Islands time) which, given the time difference between the Cayman Island and Hong Kong, will be on Wednesday, 2nd November, 2011 (Hong Kong time).

Subject to the registration of the order of the Court, and the fulfillment or waiver, as applicable, of the remaining conditions as set out under paragraphs (e), (f), (g), (h) and (i), the full details of which can be found on pages 62 to 63 of the Composite Document, the Scheme of Arrangement is expected to become effective on Wednesday, 2nd November, 2011. A further announcement will be made when the Scheme of Arrangement has become effective.

3. PROPOSED WITHDRAWAL OF THE LISTING OF THE SHARES

The Stock Exchange has approved the withdrawal of the listing of the Shares on the Stock Exchange with effect from 9:00 a.m. on Wednesday, 2nd November, 2011, subject to the Scheme of Arrangement becoming effective. Trading in the Shares has been suspended from 9:00 a.m. on Monday, 24th October, 2011 and will continue to remain suspended until the withdrawal of the listing of the Shares from the Stock Exchange.

4. IMPORTANT

Shareholders and potential investors should note that the implementation of the Proposal is subject to the conditions of the Scheme of Arrangement being fulfilled or waived, as applicable. Thus, the Proposal may or may not become effective. The cash offer to Optionholders may or may not become unconditional.

By order of the board of directors
CRH (Microelectronics) Limited
Wei Bin
Director

By order of the Board
CHINA RESOURCES
MICROELECTRONICS LIMITED
Wang Guoping
Chairman

Shenzhen and Wuxi, Jiangsu Province, the PRC, 31st October, 2011

As at the date of this announcement, the board of directors of CRM comprises two executive directors, namely Mr. Wang Guoping (Chairman) and Mr. Elvis Deng Mao-song (Chief Executive Officer); five non-executive directors, namely Dr. Peter Chen Cheng-yu, Mr. Du Wenmin, Mr. Wei Bin, Mr. Shi Shanbo and Dr. Zhang Haipeng; and three independent non-executive directors, namely Professor Ko Ping Keung, Mr. Luk Chi Cheong and Mr. Wong Tak Shing.

As at the date of this announcement, the directors of CRH (Microelectronics) Limited are Mr. Yan Biao and Mr. Wei Bin.

As at the date of this announcement, the directors of CRH are Mr. Song Lin, Mr. Qiao Shibo, Mr. Wang Yin, Mr. Jiang Wei, Mr. Ma Guoan, Mr. Chen Lang, Mr. Yan Biao, Mr. Zhu Jinkun, Mr. Wang Qun, Mr. Zhou Shengjian and Mr. Chen Shulin.

The directors of CRH jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to CRH (Microelectronics) Limited and CRM) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by CRH (Microelectronics) Limited and CRM) 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 statements in this announcement misleading.

The directors of CRH (Microelectronics) Limited jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to CRH and CRM) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by CRH and CRM) 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 statements in this announcement misleading.

The directors of CRM jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to CRH and CRH (Microelectronics) Limited) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by CRH and CRH (Microelectronics) Limited) 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 statements in this announcement misleading.