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.

This announcement appears for information purposes only and is not intended to and does not constitute, or form part of, any offer to purchase or subscribe for or an invitation to purchase or subscribe for any securities of the Offeror or the Company or the solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of securities of the Company in any jurisdiction in contravention of applicable law.

Taiwan Surface Mounting Technology (B.V.I.) Co. Limited (incorporated in the British Virgin Islands with limited liability)

RMIH

# **Regent Manner International Holdings Limited**

峻凌國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1997)

## JOINT ANNOUNCEMENT

PROPOSED PRIVATIZATION OF
REGENT MANNER INTERNATIONAL HOLDINGS LIMITED
BY WAY OF A SCHEME OF ARRANGEMENT
(UNDER SECTION 86 OF THE CAYMAN ISLANDS COMPANIES LAW)

- (1) EFFECTIVE DATE OF THE SCHEME (2) OPTION OFFER BECOMES UNCONDITIONAL AND
- (3) WITHDRAWAL OF LISTING OF THE SHARES

## **INTRODUCTION**

Reference is made to (i) the scheme document dated 19 June 2014 jointly issued by Regent Manner International Holdings Limited (the "Company") and Taiwan Surface Mounting Technology (B.V.I.) Co. Limited (the "Offeror") in relation to the proposed privatization of the Company by the Offeror (the "Scheme Document"); and (ii) the announcement dated 18 July 2014 jointly issued by the Company and the Offeror in relation to, among others, the results of the Court Meeting and the EGM; and (iii) the announcement dated 4 August 2014 jointly issued by the Company and the Offeror in relation to, among others, the sanction of the Scheme by the Cayman Islands Grand Court. Unless otherwise defined herein or the context otherwise requires, terms defined in the Scheme Document shall have the same meanings when used in this announcement.

#### EFFECTIVE DATE OF THE SCHEME

The Scheme was sanctioned without modification and the reduction of issued share capital of the Company and the corresponding issue of Shares to the Offeror pursuant to the Scheme was confirmed by the Cayman Islands Grand Court on Friday, 1 August 2014 (Cayman Islands time). An official copy of the Order of the Cayman Islands Grand Court sanctioning the Scheme was delivered to the Registrar of Companies in the Cayman Islands for registration on Tuesday, 5 August 2014 (Cayman Islands time) and the registration became effective on the same day. All the Conditions as set out in the Scheme Document were fulfilled and the Scheme became effective on Tuesday, 5 August 2014 (Cayman Islands time).

#### PAYMENT UNDER THE SCHEME

Cheques for payment of the Cancellation Price payable under the Scheme will be despatched by ordinary post at the risk of the recipients on or before Thursday, 14 August 2014.

### OPTION OFFER BECOMES UNCONDITIONAL

The Option Offer is only conditional upon the Scheme becoming effective and binding. Accordingly, the Option Offer became unconditional on Tuesday, 5 August 2014 (Cayman Islands time). The Option Offer will remain open for acceptance until 4:00 p.m. on Tuesday, 19 August 2014, unless the Offeror extends the Option Offer in accordance with the Takeovers Code.

As at 4:00 p.m. on 5 August 2014, no valid acceptances of the Option Offer had been received.

#### PAYMENT UNDER THE OPTION OFFER

Payment to the Optionholders under the Option Offer are expected to be despatched by ordinary post at the risk of the recipients within seven (7) business days following the later of the Effective Date and the date of receipt by the Offeror of the duly completed Form of Acceptance.

#### WITHDRAWAL OF LISTING OF THE SHARES

The withdrawal of the listing of the Shares on the Main Board of the Stock Exchange is expected to become effective from 4:00 p.m. on Wednesday, 6 August 2014 (Hong Kong time).

The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company pursuant to the Takeovers Code.

By order of the Board of
Taiwan Surface Mounting
Technology (B.V.I.) Co. Limited
Wu Kai-Yun
Sole director

By order of the Board of
Regent Manner International
Holdings Limited
Wu Kai-Yun
Chairman

Hong Kong, 5 August 2014

As at the date of this announcement, the sole director of the Offeror is Wu Kai-Yun. The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Group) and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this announcement (other than those expressed by the Company) 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.

As at the date of this announcement, the executive directors of the Company are Mr. Wu Kai-Yun, Ms. Tseng Yu-Ling and Ms. Han Min, the non-executive director of the Company is Mr. Wu Kai-Hsiung and the independent non-executive directors of the Company are Mr. Kwok Kwan Hung, Ms. Hsu Wey-Tyng and Ms. Lin Yen-Yu.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Offeror) 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.