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## **FIT Hon Teng Limited**

**鴻騰六零八八精密科技股份有限公司**

*(Incorporated in the Cayman Islands with limited liability under the name Foxconn Interconnect Technology Limited  
and carrying on business in Hong Kong as FIT Hon Teng Limited)*

**(Stock code: 6088)**

# **AMENDMENTS TO THE MERGER AGREEMENT IN RELATION TO THE ACQUISITION OF BELKIN INTERNATIONAL, INC. BY WAY OF MERGER**

Reference is made to (i) the announcement of the Company dated March 27, 2018, pursuant to which the Company announced a discloseable transaction in relation to the Company's acquisition of Belkin International, Inc. by way of Merger (the "**First Announcement**") and (ii) the announcement of the Company dated June 22, 2018, pursuant to which the Company announced an amendment to the Merger Agreement (the "**Second Announcement**"). Unless otherwise specified herein, capitalized terms used herein shall have the same meanings as defined in the First Announcement.

The Merger Agreement has been further amended on September 6, 2018 to include the following revisions:

- (i) Reductions of both the Merger Consideration and amount paid into escrow: the Merger Consideration has been reduced from US\$866 million to US\$850 million. The parties to the Merger Agreement agreed to such a reduction in the Merger Consideration as certain additional costs will be incurred by the Company to comply with ongoing compliance requirements in respect of the Merger that are expected to be imposed by CFIUS. Such Merger Consideration remains subject to the same adjustments as disclosed in the First Announcement. Additionally, the amount to be paid into an escrow account has been reduced from US\$129.9 million to US\$113.9 million.
- (ii) Increased amount allocated to a severance, retention, and incentive compensation fund: the Merger Agreement has been amended to provide that the total amount of funds reserved for severance, retention, and incentive compensation of employees be increased from US\$13.5 million to US\$46.5 million. The Seller Stockholders have agreed to indemnify the Company and its affiliates for the full amount of payments made to employees out of such reserved funds.

Other provisions of the Merger Agreement remain in full effect.

The Board is of the view the above amendments to the Merger Agreement will not cause any material adverse impact on the current operations of the Company.

By Order of the Board  
**FIT Hon Teng Limited\***  
**LU Sung-Ching**  
*Chairman of the Board*

Hong Kong, September 6, 2018

*As at the date of this announcement, the Board comprises Mr. LU Sung-Ching, Mr. LU Pochin Christopher and Mr. GILLESPIE William Ralph as executive Directors, Dr. CHEN Ga-Lane as non-executive Director, and Mr. CURWEN Peter D, Mr. TANG Kwai Chang and Mr. CHAN Wing Yuen Hubert as independent non-executive Directors.*

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