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# TPV

## TPV TECHNOLOGY LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 903)**

### **UPDATE ON THE NUMBER OF RELEVANT SECURITIES IN ISSUE PURSUANT TO RULE 3.8 OF THE TAKEOVERS CODE**

References are made to the announcements jointly issued by CEIEC (H.K.) Limited (the “**Offeror**”) and TPV Technology Limited (“**TPV**”) dated 12 August 2019 (the “**Joint Announcement**”) and 23 August 2019 in relation to, among others, the proposal for the privatisation of TPV by the Offeror by way of a scheme of arrangement under section 99 of the Bermuda Companies Act, the proposed withdrawal of listing, and special deal relating to the Rollover Arrangement. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement.

This announcement is made by TPV pursuant to Rule 3.8 of the Takeovers Code.

## **UPDATE ON THE NUMBER OF RELEVANT SECURITIES IN ISSUE PURSUANT TO RULE 3.8 OF THE TAKEOVERS CODE**

The board of directors of TPV wishes to announce that, pursuant to the terms of the 2003 Share Option Scheme, a total of 200,000 2003 Share Options with an exercise price of HK\$5.008 were lapsed on 30 August 2019 due to resignation of an employee. As at the date of this announcement, the relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of TPV comprised (i) 2,345,636,139 TPV Shares in issue; (ii) 17,170,000 outstanding Share Options granted under the 2003 Share Option Scheme, each relating to one TPV Share; and (iii) 8,128,000 outstanding Share Options granted under the 2015 Share Option Scheme, each relating to one TPV Share. Save for the aforesaid, TPV has no other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) as at the date of this announcement.

## **DISCLOSURE OF DEALINGS**

Associates of TPV and the Offeror are reminded to disclose their dealings in any relevant securities of TPV.

In accordance with Rule 3.8 of the Takeovers Code, reproduced below is the full text of Note 11 to Rule 22 of the Takeovers Code:

*“Responsibilities of stockbrokers, banks and other intermediaries*

*Stockbrokers, banks and others who deal in any relevant securities of TPV on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates of the Offeror or TPV and other persons under Rule 22 of the Takeovers Code and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant rules under the Takeovers Code. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security of TPV undertaken for a client during any 7 day period is less than HK\$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in any relevant securities of TPV should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

## **WARNING**

**The Proposal, the Scheme and the Option Offer are conditional upon the satisfaction or (where applicable) waiver of conditions. Accordingly, the Proposal may or may not be implemented, the Scheme may or may not become effective and the Option Offer may or may not be implemented. TPV Shareholders and potential investors of TPV should therefore exercise caution when dealing in the securities of TPV. Persons who are in doubt as to the action they should take should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.**

On behalf of the board of directors of  
**TPV TECHNOLOGY LIMITED**  
**Dr. Hsuan, Jason**  
*Chairman and Chief Executive Officer*

Hong Kong, 30 August 2019

*As at the date of this announcement, the board of directors of TPV comprises one executive director, namely Dr Hsuan, Jason, and five non-executive directors, namely Mr Zhang Dongchen, Mr Xu Guofei, Mr Sun Jie, Dr Li Jun and Ms Bi Xianghui and three independent non-executive directors, namely Mr Chan Boon Teong, Dr Ku Chia-Tai and Mr Wong Chi Keung.*

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