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**YORKEY**

**YORKEY OPTICAL  
INTERNATIONAL (CAYMAN) LTD.**

**精熙國際(開曼)有限公司\***

*(Incorporated in the British Virgin Islands with limited liability) (Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2788)**

**ASIA OPTICAL  
INTERNATIONAL LTD.**

**JOINT ANNOUNCEMENT**

**MONTHLY UPDATE ON**

**(1) PROPOSED PRIVATISATION OF YORKEY OPTICAL  
INTERNATIONAL (CAYMAN) LTD. BY THE OFFEROR BY WAY OF  
A SCHEME OF ARRANGEMENT UNDER SECTION 86  
OF THE COMPANIES ACT OF THE CAYMAN ISLANDS**

**AND**

**(2) PROPOSED WITHDRAWAL OF LISTING**

*Joint Financial Advisers to the Offeror*



**建泉融資有限公司  
VBG Capital Limited**

References are made to (i) the joint announcement of Asia Optical International Ltd. (the “**Offeror**”) and Yorkey Optical International (Cayman) Ltd. (the “**Company**”) dated 15 October 2021 (the “**Rule 3.5 Announcement**”) in relation to, among other things, the proposed privatisation of the Company by the Offeror by way of a scheme of arrangement under Section 86 of the Companies Act and the proposed withdrawal of listing of the Company, and (ii) the joint announcement of the Offeror and the Company dated 5 November 2021 in relation to the extension of time for the despatch of the Scheme Document (the “**Extension Announcement**”). Unless the context requires otherwise, capitalised terms used herein shall bear the same meanings as defined in the Rule 3.5 Announcement.

The Company and the Offeror wish to update the Shareholders and potential investors of the Company on the progress relating to the Proposal.

As stated in the Extension Announcement, as (i) additional time is required to prepare and finalise the information contained in the Scheme Document (including but not limited to a property valuation report of an independent qualified valuer and the letter of advice from the Independent Financial Adviser) and to ascertain the financial position of the Group, and (ii) certain key dates of the Proposal and the Scheme are subject to, among other things, the Directions Hearing for the application to convene the Court Meeting and the directions given thereat, an application pursuant to Note 1 to Rule 8.2 of the Takeovers Code was made to the Executive to seek its consent to an extension of time for the despatch of the Scheme Document. The Executive has granted its consent on 12 November 2021 to extend the latest time for the despatch of the Scheme Document to 25 January 2022. As at the date of this joint announcement, the Offeror and the Company are in the course of finalising the information to be included in the Scheme Document and preparing the relevant documents for submission to the Grand Court.

Further announcement(s) will be made by the Offeror and the Company in accordance with the Listing Rules and the Takeovers Code (as the case may be) on the status and progress in connection with the Proposal, the Scheme and the despatch of the Scheme Document as and when appropriate.

## WARNINGS:

Shareholders and potential investors of the Company should be aware that the implementation of the Proposal is subject to the Conditions being fulfilled or waived (as applicable) and thus the Proposal may or may not be implemented and the Scheme may or may not become effective. Shareholders and potential investors of the Company should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By order of the board of  
**Asia Optical International Ltd.**  
**Asano Yuzo**  
*Director*

By order of the board of  
**Yorkey Optical International (Cayman) Ltd.**  
**Kurihara Toshihiko**  
*Executive Director and Chief Executive Officer*

Hong Kong, 30 November 2021

*As at the date of this joint announcement, the directors of the Offeror are Mr. Lai I-Jen and Mr. Asano Yuzo, and the directors of AOCI are Mr. Lai I-Jen, Ms. Wu Shu-Ping, Mr. Lin Tai-Lan, Mr. Lin Yu-Liang, Mr. Lu Hui-Ming, Mr. Chung Teng-Ko, and Mr. Jan Chyan-Long.*

*The directors of the Offeror and the directors of AOCI jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors in their capacity as Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the Board comprises two executive Directors, namely, Mr. Lai I-Jen and Mr. Kurihara Toshihiko; one non-executive Director, namely, Ms. Wu Shu-Ping, and four independent non-executive Directors, namely, Mr. Lin Meng-Tsung, Mr. Liu Wei-Li, Mr. Lin Yi-Min and Mr. Li Ho Man.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror in their capacity as directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

\* *For identification purposes only*