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Alpha Luck Industrial Limited

安利實業有限公司

(Incorporated in Hong Kong with limited liability)

AKM Meadville Electronics (Xiamen) Co., Ltd.*

安捷利美維電子(廈門)有限責任公司

(Incorporated in the PRC with limited liability)



AKM Industrial Company Limited

安捷利實業有限公司

(incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code: 1639)

JOINT ANNOUNCEMENT

**(1) PRE-CONDITIONAL PROPOSAL FOR THE PRIVATISATION OF
AKM INDUSTRIAL COMPANY LIMITED BY
THE JOINT OFFERORS BY WAY OF A SCHEME OF ARRANGEMENT
UNDER SECTION 673 OF THE COMPANIES ORDINANCE**

AND

**(2) PROPOSED WITHDRAWAL OF LISTING OF
AKM INDUSTRIAL COMPANY LIMITED**

AND

**(3) IRREVOCABLE UNDERTAKINGS BY THE IU SHAREHOLDERS
TO APPROVE THE PROPOSAL AND THE SCHEME**

Financial Adviser to the Joint Offerors



China International Capital Corporation Hong Kong Securities Limited

INTRODUCTION

Reference is made to the announcement jointly published by the Joint Offerors and the Company dated 14 January 2022 in relation to, among other things, the pre-conditional proposal for the privatisation of the Company by the Joint Offerors by way of a scheme of arrangement under section 673 of the Companies Ordinance (the “**Joint Announcement**”). Unless otherwise specified, all capitalised terms used herein shall have the same respective meanings as defined in the Joint Announcement.

IRREVOCABLE UNDERTAKINGS

On 18 February 2022, the Joint Offerors received an irrevocable undertaking (the “**Irrevocable Undertaking**”) from each of Goertek (HongKong) Co., Limited (“**HK Goertek**”) and Anjie Technology (Hong Kong) Company Limited (the “**IU Shareholders**”). As at the date of this announcement: (i) HK Goertek is holding 363,650,000 Shares, representing approximately 23.64% of the total number of issued Shares; and (ii) Anjie Technology (Hong Kong) Company Limited is holding 200,000,000 Shares, representing approximately 13.00% of the total number of issued Shares.

Pursuant to the Irrevocable Undertakings, each of the IU Shareholders has irrevocably and unconditionally undertaken to the Joint Offerors, amongst other things, that it shall exercise (or procure the registered owner(s) of the IU Shares (as defined below) (if applicable) to exercise (in person or via its proxy)) all voting rights attached to (i) Shares held by it as at the date of the relevant Irrevocable Undertaking, and (ii) additional Shares which it beneficially owns (or otherwise able to control the exercise of all rights attached thereto, including procuring their transfer and voting) after the date of the relevant Irrevocable Undertaking (together, the “**IU Shares**”) at the Court Meeting and the EGM to vote in favour of the relevant resolutions to approve the Proposal as set out in the Joint Announcement.

Each of the IU Shareholders has also undertaken in the relevant Irrevocable Undertaking, amongst others, that:

- (a) it shall not, and shall ensure that the registered holder(s) of the Shares (if applicable) not to, sell, transfer, charge all or any of the IU Shares or encumber, create or grant any option or lien over or otherwise dispose of (or permit any action to be taken in relation thereto) any IU Shares or any interest therein prior to the Court Meeting and the EGM;
- (b) it shall not, and shall ensure that the registered holder(s) of the Shares (if applicable) not to, enter into any agreement or other document which would prevent itself from exercising the voting rights in respect of the IU Shares in the resolutions relating to the Proposal in accordance with the Irrevocable Undertaking; and

(c) it shall not take any action or make any statement which may delay, frustrate or otherwise render the Proposal ineffective, or which may otherwise be detrimental to the success of the Proposal.

Each of the Irrevocable Undertakings is unconditional.

The obligations of the IU Shareholders under the relevant Irrevocable Undertaking shall terminate if (a) the Proposal lapses or is withdrawn (including if any of the Conditions is not fulfilled or (where applicable) waived on or before the Long Stop Date) or (b) the Joint Offerors and the relevant IU Shareholder mutually agree to terminate in writing.

As at the date of this announcement, the IU Shares comprise 563,650,000 Shares in total, representing approximately 36.64% of the issued Shares, approximately 57.26% of the Scheme Shares and approximately 57.81% of the Independent Scheme Shares.

WARNING

Shareholders and potential investors should be aware that the implementation of the Proposal and the Scheme are subject to the Pre-Condition and the Conditions being fulfilled or waived (as applicable). Accordingly, the Proposal may or may not be implemented and the Scheme may or may not become effective. Shareholders and potential investors are advised to exercise extreme 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.

** For identification purposes only*

By order of the board of directors of
ALPHA LUCK INDUSTRIAL LIMITED
Zhang Xiaoming
Director

By order of the board of directors of
AKM MEADVILLE ELECTRONICS
(XIAMEN) CO., LTD.*
Xiong Zheng Feng
Director

By order of the Board
AKM Industrial Company Limited
Hung Ching Yuen
Company Secretary

Hong Kong, 18 February 2022

As at the date of this announcement, the directors of Alpha Luck are Xiong Zheng Feng, Zhang Xiaoming and Liu Jianzhe.

The directors of Alpha Luck jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than the information relating to the Group and AKM Meadville) and confirm, having made all reasonable inquiries, that, to the best of their knowledge, opinions expressed in this announcement (other than the opinions expressed by the Directors and the directors of AKM Meadville) 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 directors of CNIC are Jiao Kai He, Xu Xian Ping, Zhang Guan Jie, Zhi Yu Lin, Yang Xiao Qing, Li Tie Nan and Gong Yan De.

The directors of CNIC jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than the information relating to the Group and AKM Meadville) and confirm, having made all reasonable inquiries, that, to the best of their knowledge, opinions expressed in this announcement (other than the opinions expressed by the Directors and the directors of AKM Meadville) 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 directors of AKM Meadville are Xiong Zheng Feng, Kan Guo Liang, Du Feng, Zhu Xin Gui, Wang Hui Lian, Kong Ling Wen and Fang Zhi Rong.

The directors of AKM Meadville jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than the information relating to the Group and Alpha Luck) and confirm, having made all reasonable inquiries, that, to the best of their knowledge, opinions expressed in this announcement (other than the opinions expressed by the Directors and the directors of Alpha Luck) 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 Director of the Company is Xiong Zheng Feng; the non-executive Directors of the Company are Gao Xiaoguang, Jia Junan, Wang Chunsheng, Zhang Xiaoming and Liu Jianzhe; and the independent non-executive Directors of the Company are Hung Chi Yuen Andrew, Cui Zheng and Zhang Guo Qi.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than the information relating to the Joint Offerors and the Joint Offerors Concert Parties) and confirm, having made all reasonable inquiries, that, to the best of their knowledge, opinions expressed in this announcement (other than the opinions expressed by the directors of the Joint Offerors) 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.