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Luxshare Precision Limited

立訊精密有限公司

(Incorporated in Hong Kong with limited liability)



匯聚科技有限公司

TIME Interconnect Technology Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1729)

**JOINT ANNOUNCEMENT
DESPATCH OF COMPOSITE DOCUMENT IN RELATION TO THE
MANDATORY UNCONDITIONAL CASH OFFERS BY
CHINA INTERNATIONAL CAPITAL CORPORATION
HONG KONG SECURITIES LIMITED
FOR AND ON BEHALF OF
LUXSHARE PRECISION LIMITED
TO ACQUIRE ALL THE ISSUED SHARES AND
TO CANCEL ALL THE OUTSTANDING OPTIONS OF
TIME INTERCONNECT TECHNOLOGY LIMITED
(OTHER THAN THOSE ALREADY OWNED
BY LUXSHARE PRECISION LIMITED AND
PARTIES ACTING IN CONCERT WITH IT)**

Financial Advisor to the Offeror



**Independent Financial Advisor to the
Independent Board Committee**



Reference is made to (i) the joint announcement of the Company and the Offeror dated 11 February 2022 in relation to, among others, the Acquisition and the Offers; (ii) the joint announcement of the Company and the Offeror dated 4 March 2022 in relation to the delay in despatch of the composite offer and response document; and (iii) the composite offer and

response document dated 29 March 2022 jointly issued by the Offeror and the Company (the “**Composite Document**”). Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document, together with the Forms of Acceptance, containing, among other things, (i) the detailed terms and conditions of the Offers; (ii) the expected timetable in respect of the Offers; (iii) the letter from CICC; (iv) the letter from the Board; (v) the letter from the Independent Board Committee; and (vi) the letter from the Independent Financial Adviser in respect of the Offers, have been despatched to the Offer Shareholders and Offer Optionholders on 29 March 2022 in accordance with the Takeovers Code.

EXPECTED TIMETABLE OF THE OFFERS

Set out below is the expected timetable of the Offers as extracted from the Composite Document. The timetable set out below is indicative only and may be subject to change. Any changes to the timetable will be jointly announced by the Offeror and the Company as and when appropriate.

Unless otherwise specified, all references to dates and times contained in this joint announcement refer to Hong Kong local times and dates.

Despatch date of the Composite Document and the Forms of Acceptance (<i>Note 1</i>)	Tuesday, 29 March 2022
Opening date of the Offers (<i>Note 1</i>)	Tuesday, 29 March 2022
Latest time and date for acceptance of the Offers (<i>Notes 2, 3 and 5</i>)	4:00 p.m on Tuesday, 19 April 2022
Closing Date (<i>Notes 2 and 3</i>)	Tuesday, 19 April 2022
Announcement of the results of the Offers (or its extension or revision, if any) on the website of the Stock Exchange (<i>Note 2</i>)	7:00 p.m on Tuesday, 19 April 2022
Latest date for posting of remittances for the amount due in respect of valid acceptances received under the Offers (<i>Notes 4 and 5</i>)	Thursday, 28 April 2022

Notes:

1. The Offers, which are unconditional in all respects, are made on the date of posting of the Composite Document, and are capable of acceptance on and from that date until 4:00 p.m. on the Closing Date. Acceptances of the Offers shall be irrevocable and not capable of being withdrawn, except in the circumstances as set out in the section headed “6. Right of withdrawal” in Appendix I to the Composite Document.
2. In accordance with the Takeovers Code, the Offers must initially be open for acceptance for at least 21 days following the date on which the Composite Document is posted. The Offers will be closed for acceptances on the Closing Date. The latest time and date for acceptance of the Offers will be at 4:00 p.m. on Tuesday, 19 April 2022 unless the Offeror extends the Offers in accordance with the Takeovers Code. The Offeror and the Company will jointly issue an announcement through the website of the Stock Exchange by no later than 7:00 p.m. on Tuesday, 19 April 2022, stating the results of the Offers and whether the Offers have been extended or have closed for acceptance. In the event that the Offeror decides to extend the Offers and the announcement does not specify the next closing date, at least 14 days’ notice by way of an announcement will be given before the Offers are closed to those Offer Shareholders and Optionholders who have not accepted the Offers.
3. Beneficial owners of the Offer Shares who hold their Offer Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (set out in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.
4. Remittances in respect of the consideration (after deducting the seller’s ad valorem stamp duty) payable for the Offer Shares tendered under the Share Offer will be posted to those Offer Shareholders accepting the Share Offer by ordinary post at their own risk as soon as possible, but in any event within seven (7) Business Days following the date of receipt by the Registrar of the duly completed Form of Acceptance and all requisite documents to render the acceptance under the Share Offer complete and valid in accordance with the Takeovers Code. Payment in respect of the consideration payable for the Offer Options tendered under the Option Offer will be made by the Offeror to the Company as the agent of the Optionholders, by cheque(s) drawn in the name of the Company as soon as possible but in any event within seven (7) Business Days of the date of receipt of a complete and valid acceptance of the Option Offer. The Company, being agent of the Optionholders, will transfer any payment received to the respective Optionholders by issue of cheque(s) or wire transfer as soon as possible thereafter.
5. If there is a tropical cyclone warning signal number 8 or above, or a “black rainstorm warning” or “extreme condition” caused by super typhoon:
 - (i) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon on the latest date for acceptance of the Offers and the latest date for posting of remittances for the amounts due under the Offers in respect of valid acceptances, the latest time for acceptance of the Offers will remain at 4:00 p.m. on the same Business Day and the posting of remittances will remain on the same Business Day; or
 - (ii) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Offers or the latest date for posting of remittances for the amounts due under the Offers in respect of valid acceptances, as the case may be, the latest time for acceptance of the Offers will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m. or the latest date for posting of

remittances for the amounts due under the Offers in respect of valid acceptances will be rescheduled to the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m., or such other day as the Executive may approve in accordance with the Takeovers Code.

IMPORTANT

Offer Shareholders and Offer Optionholders are strongly advised to consider carefully the information contained in the Composite Document and the Forms of Acceptance, including the letter from the Independent Board Committee and the advice from Asian Capital Limited, the independent financial adviser to the Independent Board Committee, before deciding whether or not to accept the Offers.

Shareholders and potential investors should 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.

The respective associates (including a person who owns or controls 5% or more of any class of relevant securities) of the Offeror and the Company are reminded to disclose their dealings in the securities of the Company in accordance with Rule 22 of the Takeovers Code.

By Order of the sole director of
Luxshare Precision Limited
Wang Laichun
Director

By Order of the Board of
Time Interconnect Technology Limited
Cua Tin Yin Simon
Executive Director and Chief Executive Officer

Hong Kong, 29 March 2022

As of the date of this joint announcement, the Board comprises six Directors, of which one is non-executive Director, namely Mr. Lo Chung Wai Paul; two are executive Directors, namely Mr. Cua Tin Yin Simon and Mr. Wong Chi Kuen; and three are independent non-executive Directors, namely Mr. Ho Hin Shun, Mr. Luk Wai Shing and Mr. Chan Chung Shun Eric.

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 any parties acting in concert with it), 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 sole director 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 statements in this joint announcement misleading.

As of the date of this joint announcement, Ms. Wang Laichun is the sole director of the Offeror.

The sole director of the Offeror accepts full responsibility for the accuracy of information contained in this joint announcement (other than the information relating to the Group, the Sellers or any of their associates or any parties acting in concert with them) and confirm, having made all reasonable inquiries, that to the best of her knowledge, opinions expressed in this joint announcement (other than those expressed by the 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.