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*This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities in TPV Technology Limited.*



**CEIEC (H.K.) LIMITED**  
華電有限公司  
(Incorporated in Hong Kong  
with limited liability)



**MITSUI & CO., LTD.**

**MITSUI & CO., LTD.**  
(Incorporated in Japan  
with limited liability)



**TPV TECHNOLOGY LIMITED**  
冠捷科技有限公司\*  
(Incorporated in Bermuda  
with limited liability)  
(Stock Code: 0903)

## **JOINT ANNOUNCEMENT**

**DESPATCH OF THE COMPOSITE DOCUMENT FOR  
THE MANDATORY CONDITIONAL CASH OFFER BY  
CHINA INTERNATIONAL CAPITAL CORPORATION  
HONG KONG SECURITIES LIMITED  
ON BEHALF OF CEIEC (H.K.) LIMITED**

**AND BY**

**MORGAN STANLEY ASIA LIMITED  
ON BEHALF OF MITSUI & CO., LTD.**

**TO ACQUIRE ALL THE ISSUED SHARES IN TPV TECHNOLOGY LIMITED  
AND FOR THE CANCELLATION OF ALL OUTSTANDING SHARE OPTIONS  
(OTHER THAN THOSE PRESENTLY OWNED OR AGREED  
TO BE ACQUIRED BY THE JOINT OFFERORS AND PARTIES ACTING IN  
CONCERT WITH EITHER OF THEM AND THE REMAINING SHARES)**

**Financial Adviser to CEIEC (H.K.) Limited**



**Financial Adviser to Mitsui & Co., Ltd.**

**Morgan Stanley**

**Independent Financial Adviser to the Independent Board Committee**



**SOMERLEY LIMITED**

\* For identification purposes only

The respective boards of directors of CEIEC HK, Mitsui and the Company jointly announce that the Composite Document including, among other things, (a) the letter from CICC, as financial adviser to CEIEC HK, and Morgan Stanley, as financial adviser to Mitsui, setting out the terms of the Offer; (b) the letter from the board of the Company; (c) the letter from the Independent Board Committee; and (d) the letter from Somerley Limited, the independent financial adviser to the Independent Board Committee; together with the accompanying forms of acceptance are scheduled to be despatched to the Independent Shareholders, the Optionholders, and for information only, the Bondholder on 18 March 2010.

The Offer is opened for acceptance from Thursday, 18 March 2010 and will be closed for acceptance at 4:00 p.m. on Thursday, 8 April 2010 unless the Offer has been extended, or has become or been declared unconditional.

The Offer will also be open for acceptance by Shareholders whose Shares are listed on the Singapore Exchange. As the Company's primary listing is not on the Singapore Exchange, and as the Company is not a Singapore incorporated company, the Singapore Code on Takeovers and Mergers will not apply to the Offer.

Independent Shareholders and Optionholders are strongly advised to read the Composite Document carefully, including the recommendation from the Independent Board Committee and the advice from Somerley Limited, the independent financial adviser to the Independent Board Committee, in respect of the Offer, before deciding whether or not to accept the Offer.

Reference is made to the joint announcements dated 29 January 2010, 4 March 2010 and 15 March 2010 made by the Joint Offerors and the Company in relation to the Offer (the “**Joint Announcements**”). Unless the context otherwise requires, terms used herein shall have the same meanings as those defined in the Joint Announcements.

## **DESPATCH OF THE COMPOSITE DOCUMENT**

The respective boards of directors of CEIEC HK, Mitsui and the Company jointly announce that:

- (1) the Composite Document, together with the accompanying form of acceptance and transfer of the Shares and the form of acceptance and cancellation of the Options, are scheduled to be despatched to the Independent Shareholders whose Shares are listed on the Stock Exchange, the Optionholders, and for information only, the Bondholder on 18 March 2010; and
- (2) the Composite Document, together with the accompanying form of acceptance and authorization (the “**FAA**”) and the form of acceptance and transfer (the “**FAT**”), are scheduled to be despatched to the Independent Shareholders whose Shares are listed on the Singapore Exchange on 18 March 2010.

The purpose of the Composite Document is to set out, among other things, (a) the letter from CICC, as financial adviser to CEIEC HK, and Morgan Stanley, as financial adviser to Mitsui, setting out the terms of the Offer; (b) the letter from the board of the Company; (c) the letter from the Independent Board Committee containing its recommendation and advice to the Independent Shareholders, the Optionholders, and for information only, the Bondholder in respect of the Offer; and (d) the letter from Somerley Limited, the independent financial adviser to the Independent Board Committee, containing its recommendation and advice to the Independent Board Committee in respect of the Offer.

The Offer is opened for acceptance from Thursday, 18 March 2010 and will be closed for acceptance at 4:00 p.m. on Thursday, 8 April 2010 unless the Offer has been extended, or have become or been declared unconditional.

## **SHAREHOLDERS WHOSE SHARES ARE LISTED ON THE SINGAPORE EXCHANGE**

The Offer is made in compliance with the Takeovers Code. As the Company's primary listing is not on the Singapore Exchange, and as the Company is not a Singapore incorporated company, the Singapore Code on Takeovers and Mergers will not apply to the Offer.

The Offer will also be open for acceptance by Shareholders whose Shares are listed on the Singapore Exchange who should especially take note that:

- (a) the latest time for acceptance of the Offer on each day of the Offer Period shall be 4.00 p.m. and acceptances received after 4.00 p.m. shall be treated as received on the next day, and the latest time and date for acceptance of the Offer is 4.00 p.m. on Thursday, 8 April 2010 (or such later time and/or date as the Joint Offerors may decide and announce in accordance with the Takeovers Code), such closing times being earlier than the 5.30 p.m. closing time that is usual for similar offers by companies whose primary listing is on the Singapore Exchange;
- (b) the Composite Document together with the relevant FAA and FAT, as the case may be, will only be despatched to Shareholders of Shares listed on the Singapore Exchange holding Shares or whose Singapore Securities Accounts are credited with Shares on Tuesday, 16 March 2010, being the Latest Practicable Date for the purpose of the Composite Document, and WILL NOT BE despatched to such Shareholders who acquire Shares or whose Singapore Securities Accounts are credited with Shares thereafter; and
- (c) any FAA or FAT that is not correctly completed may be rejected.

## **GENERAL**

All time and date references contained herein refer to Hong Kong times and dates.

Independent Shareholders and Optionholders are strongly advised to read the Composite Document carefully, including the recommendation from the Independent Board Committee formed to advise the Independent Shareholders and the Optionholders in respect of the Offer, and the advice from Somerley Limited, the independent financial adviser to the Independent Board Committee, in respect of the Offer, before deciding whether or not to accept the Offer.

**WARNING: The Offer may or may not become unconditional. Investors and potential investors are advised to exercise caution in dealing in the Shares, and if they are in any doubt about their position, they should consult their professional advisers.**

By Order of the Board  
**CEIEC (H.K.) LIMITED**  
**Mr. Yan Xiaoyang**  
*Director*

By Order of the Board  
**MITSUMI & CO., LTD.**  
**Mr. Masami Iijima**  
*Representative Director,  
President and  
Chief Executive Officer*

By Order of the Board  
**TPV TECHNOLOGY  
LIMITED**  
**Dr. Hsuan, Jason**  
*Chairman and  
Chief Executive Officer*

Hong Kong, 17 March 2010

*The directors of CEIEC HK jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than those relating to the Group and Mitsui) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Group and Mitsui) 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 (other than those relating to the Group and Mitsui) misleading.*

*The directors of Mitsui jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than those relating to the Group and CEIEC HK) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Group and CEIEC HK) 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 (other than those relating to the Group and CEIEC HK) misleading.*

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

*As at the date of this joint announcement, the directors of CEIEC HK are Mr. Yan Xiaoyang, Mr. Cong Ya Dong, Mr. Chen Tao, Mr. Hong Guan Qi and Mr. Wang Qiu Ping.*

*As at the date of this joint announcement, the directors of Mitsui are Mr. Shoei Utsuda, Mr. Masami Iijima, Mr. Ken Abe, Mr. Junichi Matsumoto, Mr. Norinao Iio, Mr. Seiichi Tanaka, Mr. Takao Omae, Mr. Akishige Okada, Ms. Nobuko Matsubara, Mr. Ikujiro Nonaka and Mr. Hiroshi Hirabayashi.*

*As at the date of this joint announcement, the board of Directors of the Company comprises an executive Director, namely Dr. Hsuan, Jason, and nine non-executive Directors, namely Mr. Liu Liehong, Mr. Lu Ming, Ms. Wu Qun, Mr. Xu Haihe, Mr. Du Heping, Mr. Tam Man Chi, Mr. Maarten Jan de Vries, Mr. Robert Theodoor Smits and Mr. Chen Yen-Sung, Eddie, and three independent non-executive Directors, namely Mr. Chan Boon-Teong, Dr. Ku Chia-Tai and Mr. Wong Chi Keung.*