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## **TCL MULTIMEDIA TECHNOLOGY HOLDINGS LIMITED**

**TCL 多媒體科技控股有限公司**

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

(Stock Code: 01070)

### **RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF ONE RIGHTS SHARE FOR EVERY THREE EXISTING SHARES HELD ON THE RECORD DATE**

**Sole Global Coordinator, Sole Bookrunner and Sole Underwriter**



**BNP PARIBAS**

Reference is made to the prospectus of TCL Multimedia Technology Holdings Limited (the “**Company**”) dated 28 December 2017 (the “**Prospectus**”) in relation to, among other things, the Rights Issue and the announcement of the Company dated 9 January 2018 (the “**Announcement**”) in relation to the proposed increase in authorised share capital and revised expected timetable of the Rights Issue. Capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus and the Announcement unless the context requires otherwise.

### **RESULTS OF THE RIGHTS ISSUE**

The Board is pleased to announce that at 4:00 p.m. on Friday, 12 January 2018, being the latest time for payment for and acceptance of Rights Shares and the application and payment for the excess Rights Shares, the Company had received (i) 100 valid acceptances for a total of 427,049,411 Rights Shares provisionally allotted under the Rights Issue, representing approximately 73.31% of the total number of Rights Shares available under the Rights Issue; and (ii) 79 valid applications for a total of 1,229,896,718 excess Rights Shares, representing approximately 211.12% of the total number of Rights Shares available under the Rights Issue. In aggregate, a total of 179 valid acceptance and applications in respect of 1,656,946,129 Rights Shares had been received, representing approximately 284.43% of the total number of 582,544,371 Rights Shares available under the Rights Issue.

Subject to the Underwriting Agreement becoming unconditional and not being terminated in accordance with its terms and the passing of the ordinary resolution to increase the authorised share capital of the Company by the Shareholders at the EGM to be held on 25 January 2018, the Underwriter is not required to take up any Rights Shares since the Rights Issue was over-subscribed by 1,074,401,758 Rights Shares.

In view of the over-subscription for the Rights Shares and subject to the Underwriting Agreement becoming unconditional and not being terminated in accordance with its terms and the passing of the ordinary resolution to increase the authorised share capital of the Company by the Shareholders at the EGM to be held on 25 January 2018, the Directors, as stated in the Prospectus, will allocate the excess Rights Shares at their discretion on a fair and equitable basis and on a pro rata basis to the excess Rights Shares being applied for under each valid application. In this regard, the Board has resolved to allot and issue 155,494,960 Rights Shares to those who have applied for excess Rights Shares on a pro rata basis of approximately 12.643% in proportion to the number of excess Rights Shares applied for under each valid application.

<b>Number of excess Rights Shares applied for</b>	<b>Number of valid excess applications</b>	<b>Total number of excess Rights Shares applied for</b>	<b>Basis of allotment</b>	<b>Total number of Rights Shares allotted</b>	<b>Approximate percentage of allocation based on the total number of excess Rights Shares applied for in this category</b>
1 to 135,134,120	78	261,392,637	Allot 12.643% of the excess Rights Shares applied for (rounded up to the nearest whole number)	33,047,909	12.643%
968,504,081	1	968,504,081	Allot approximately 12.643% of the excess Rights Shares applied for	122,447,051	12.643%
	<u>79</u>	<u>1,229,896,718</u>		<u>155,494,960</u>	

### **Remaining Conditions of the Rights Issue**

As at the date of this announcement, conditions (2) – (3), (5) and (9) of the Rights Issue as set out under the paragraph headed “III. UNDERWRITING ARRANGEMENTS FOR THE RIGHTS ISSUE – 2. Conditions of the Rights Issue and the Underwriting Agreement” in the Prospectus have been fulfilled.

**Shareholders and potential investors should note that the completion of the Rights Issue will occur after the passing of the ordinary resolution to increase the authorised share capital of the Company by the Shareholders at the EGM to be held on 25 January 2018 and is still conditional upon the fulfillment of the remaining conditions precedent of the Rights Issue. Accordingly, the Rights Issue may or may not become unconditional and may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares, and if they are in any doubt about their position, they should consult their professional advisers.**

It is expected that the Underwriting Agreement and the Rights Issue shall become unconditional by the Latest Time for Termination as set out in the section headed the “REVISED EXPECTED TIMETABLE OF THE RIGHTS ISSUE” in the Announcement. Further announcement(s) will be made by the Company in relation to, among others, the fulfilment or waiver (where applicable) of the remaining conditions precedent of the Rights Issue under the Underwriting Agreement, the completion of the Rights Issue, the arrangement for despatch of share certificates for Rights Shares and refund cheques and the commencement of dealings in fully-paid Rights Shares on or about 25 January 2018.

#### **EFFECT OF THE RIGHTS ISSUE ON THE SHAREHOLDING STRUCTURE OF THE COMPANY**

Based on the information available to the Company as at the date of this announcement, the shareholding structure of the Company immediately before the Rights Issue and after taking into account the effect of the Rights Issue is as follows:

<b>Shareholder</b>	<b>Immediately before the Rights Issue</b>		<b>After taking into account the effect of the Rights Issue</b>	
	<i>No. of Shares</i>	<i>% of issued Shares of the Company (%)</i>	<i>No. of Shares</i>	<i>% of issued Shares of the Company (%)</i>
Controlling Shareholder and its associates ( <i>Note b</i> )	905,322,475	51.80	1,224,181,639	52.52
Letv ZhiXin Investment (HK) Ltd. 樂視致新投資(香港)有限公司 (“ <b>Letv HK</b> ”) ( <i>Note c</i> )	348,850,000	19.96	348,850,000	14.97
Directors, directors of subsidiaries of the Company and their close associates ( <i>Note d</i> ) (other than the Controlling Shareholder)	54,176,016	3.10	54,312,543	2.33
Public ( <i>Note e</i> )	439,284,623	25.14	703,517,216	30.18
<b>Total:</b>	<b>1,747,633,114</b>	<b>100.00</b>	<b>2,330,861,398</b> ( <i>Note f</i> )	<b>100.00</b>

Note:

- (a) Immediately before the Rights Issue (i.e. as at 27 December 2017), the Company had 1,747,633,114 Shares in issue.
- (b) TCL Corporation was deemed to be interested in (i) 905,322,475 Shares immediately before the Rights Issue and (ii) 1,224,181,639 Shares after taking into account the effect of the Rights Issue. In both cases, the Shares are held by T.C.L. Industries Holdings (H.K.) Limited, a direct wholly-owned subsidiary of TCL Corporation, for the purpose of Part XV of the SFO.
- (c) According to the announcement of Sunac China Holdings Limited (a company incorporated in the Cayman Islands with limited liability, whose shares are listed on the Stock Exchange (Stock Code: 1918), “**Sunac China**”) dated 13 January 2017, Tianjin Jiarui Huixin Corporate Management Co., Ltd.\* (天津嘉睿匯鑫企業管理有限公司) (“**Tianjin Jiarui**”), which is a wholly-owned subsidiary of Tianjin Yingrui (which is in turns owned as to 50% by Mr. WANG Peng (“**Mr. Wang**”) and 50% by Mr. ZHENG Fu (“**Mr. Zheng**”)) entered into certain agreement(s) with, among others, Mr. JIA Yueting (“**Mr. Jia**”) and Leshi Zhixin Electronic & Technology Co., Tianjin\* (樂視致新電子科技(天津)有限公司) (“**Leshi Zhixin**”) under which, among others, Tianjin Jiarui conditionally agreed to acquire in aggregate 33.4959% equity interest in Leshi Zhixin. According to the latest disclosure of interest forms submitted by each of Mr. Wang, Mr. Zheng, Mr. SUN Hongbin (“**Mr. Sun**”), Sunac China, Sunac International Investment Holdings Ltd. (“**Sunac International**”), Tianjin Jiarui, Leshi Internet Information and Technology Corp., Beijing\* (樂視網信息技術(北京)股份有限公司), Leshi Zhixin on 21 July 2017 for the relevant event on 18 July 2017,
- Letv HK was 100% controlled by Leshi Zhixin;
  - Leshi Zhixin was approximately 33.50% controlled by Tianjin Jiarui;
  - Tianjin Jiarui was, on the one hand, controlled by each of Mr. Wang and Mr. Zheng as to 50% and, on the other hand, also regarded as 100% controlled by Sunac Real Estate Group Co., Ltd.\* (融創房地產集團有限公司) (“**Sunac Real Estate**”);
  - Sunac Real Estate was 100% controlled by Sunac China;
  - Sunac China was approximately 52.25% controlled by Sunac International;
  - Sunac International was 100% controlled by Mr. Sun.

Therefore, each of Mr. Sun, Sunac International, Sunac China, Sunac Real Estate, Mr. Wang, Mr. Zheng, Tianjin Jiarui and Leshi Zhixin was deemed to be interested in Shares held by Letv HK, for the purpose of Part XV of the SFO.

- (d) The number included (i) Shares held by the Directors (being 3,638,592 Shares immediately before the Rights Issue and 4,529,013 Shares after taking into account the effect of the Rights Issue); and (ii) Restricted Shares (being 50,537,424 Restricted Shares immediately before the Rights Issue and 49,783,530 Restricted Shares as at the date of this announcement as a result of the vesting of 753,894 Restricted Shares onto the relevant grantees on 31 December 2017) held by the Trustee under the trust for management under the Share Award Scheme for the benefit of selected persons and others including, among others, connected persons of the Company and senior management of the Group, out of which 14,848,361 Restricted Shares were granted but unvested as of the date of this announcement. According to the Share Award Scheme, the Trustee shall sell, and had sold, such amount of nil-paid rights provisionally allotted to it.

- (e) The number included 26,000,000 Restricted Shares held by the Trustee under the trust for employees and others under the Share Award Scheme for the benefit of selected persons who are not connected persons of the Company. According to the Share Award Scheme, the Trustee shall sell, and had sold, such amount of nil-paid rights provisionally allotted to it.

According to the information available to the Company, the number also included 5,200 Shares immediately before the Rights Issue, and 6,933 Shares immediately after the Rights Issue taking into account the effect of the Rights Issue, beneficially owned by BNP Paribas Arbitrage SNC. Both the Underwriter and BNP Paribas Arbitrage SNC are direct wholly-owned subsidiaries of BNP Paribas S.A..

- (f) According to the information currently available to the Company, a total of 683,913 Shares were issued during the period from the Record Date to the date of this announcement as a result of the exercise of the Share Options by other employees of the Group. As such, after taking into account the effect of the Rights Issue, the issued and paid-up share capital of the Company is increased from 2,330,177,485 Shares to 2,330,861,398 Shares (assuming there is no further change in the shareholding structure of the Company from the date hereof up to immediately before completion of the Rights Issue).
- (g) Certain percentage figures included in the table have been subject to rounding adjustments. Accordingly, the figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

On behalf of the Board  
**BO Lianming**  
Chairman

Hong Kong, 18 January 2018

*As at the date of this announcement, the Board comprises Mr. BO Lianming, Mr. WANG Cheng Kevin, Mr. YAN Xiaolin and Mr. WANG Yi Michael as executive directors, Mr. Albert Thomas DA ROSA, Junior, Mr. HUANG Xubin, Mr. ZHANG Zhiwei and Mr. LIU Hong as non-executive directors and Mr. Robert Maarten WESTERHOF, Dr. TSENG Shieng-chang Carter, Professor WANG Yijiang and Mr. LAU Siu Ki as independent non-executive directors.*

\* *For identification purpose only*