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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)

### **PROPOSED SPIN-OFF AND SEPARATE LISTING OF TONLY GROUP ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED**

#### **REVIEW OF LISTING APPLICATION BY LISTING COMMITTEE**

This is an announcement made pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance and Rule 13.09 of the Listing Rules.

Reference is made to the announcements of TCL Multimedia Technology Holdings Limited (the “**Company**”), dated 22 February 2013 and 19 April 2013 (the “**Spin-off Announcements**”) regarding the proposed spin-off and separate listing of Tonly Holdings (currently a wholly-owned subsidiary of the Company) on the Main Board of the Stock Exchange. Terms defined in the Spin-off Announcements have the same meanings when used in this announcement, unless stated otherwise.

On 27 June 2013, the Listing Committee of the Stock Exchange reviewed the listing application submitted by Tonly Holdings for the listing of, and permission to deal in, the Tonly Shares on the Main Board of the Stock Exchange.

Subject to the approval of the Stock Exchange, according to the proposed timetable for the Proposed Spin-Off, it is currently expected that a listing document prepared by Tonly Holdings in relation to the listing of its shares on the Main Board of the Stock Exchange will be issued on or around 17 July 2013 and that the dealing in the Tonly Shares on the Main Board will commence on or around 14 August 2013.

The Proposed Spin-Off will be conditional upon, among others: (i) the Stock Exchange approving the Proposed Spin-Off; (ii) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the shares of Tonly Holdings in issue on the Main Board; and (iii) the approval of relevant non-competition arrangements (the details of which will be disclosed and communicated with the Shareholders in due course in compliance with the Listing Rules) by the Shareholders at the extraordinary general meeting of the Company.

**In addition to the approval of the Stock Exchange, the Proposed Spin-Off is also subject to, among other things, the final decisions of the Board and the board of directors of Tonly Holdings. There is no assurance that the Proposed Spin-Off and the permission to deal in the Tonly Shares on the Main Board will take place or be granted, or as to when it may take place or be granted.**

**Further announcement(s) will be made by the Company in relation to the Proposed Spin-Off as and when appropriate. If the Proposed Spin-Off does not proceed for any reason, the proposed distribution in specie of Tonly Shares will not be made.**

**Shareholders and potential investors should exercise caution when dealing in or investing in the securities of the Company.**

By Order of the Board  
**LI Dongsheng**  
*Chairman*

Hong Kong, 28 June 2013

*As at the date of this announcement, the Board comprises LI Dongsheng, ZHAO Zhongyao and YU Guanghui as executive directors, Albert Thomas DA ROSA, Junior, HUANG Xubin, BO Lianming and YAN Xiaolin as non-executive directors, TANG Guliang, Robert Maarten WESTERHOF, WU Shihong and TSENG Shieng-chang Carter as independent non-executive directors and HAO Yi as alternate director to ZHAO Zhongyao.*