



#38077

**DATE:** DECEMBER 18, 2015

**SUBJECT:** VIMICRO INTERNATIONAL CORPORATION – CASH SETTLEMENT  
OPTION SYMBOL: VIMC  
DATE: 12/21/15

On December 15, 2015, Shareholders of Vimicro International Corporation (VIMC) voted concerning the proposed merger with Vimicro China Acquisition Limited, a wholly-owned subsidiary of Vimicro China (Parent) Limited. The merger was approved and subsequently consummated on December 21, 2015. As a result, each existing VIMC American Depositary Share will be converted into the right to receive \$13.45 (\$13.50 less \$0.05 ADR fee) net cash per share, less withholdings, if any.

**CONTRACT ADJUSTMENT**

**DATE:** December 21, 2015

**NEW DELIVERABLE PER CONTRACT:** \$1,345.00 Cash (\$13.45 x 100), less withholdings, if any

**SETTLEMENT:** OCC will delay settlement of the VIMC deliverable until the final net cash merger consideration is confirmed. Once the final amount is determined, settlement in VIMC options will take place through OCC's cash settlement system. Settlement will be accomplished by payment of the difference between the extended strike amount and the cash deliverable.

**ACCELERATION OF EXPIRATIONS**

Pursuant to OCC Rule 807, equity stock option contracts whose deliverables are adjusted to call for cash-only delivery will be subject to **an acceleration of the expiration dates for outstanding option series** (See OCC Information Memo 23988).

**DISCLAIMER**

This Information Memo provides an unofficial summary of the terms of corporate events affecting listed options or futures prepared for the convenience of market participants. OCC accepts no responsibility for the accuracy or completeness of the summary, particularly for information which may be relevant to investment decisions. Option or futures investors should independently ascertain and evaluate all information concerning this corporate event(s).

The determination to adjust options and the nature of any adjustment is made by a panel of The OCC Securities Committee pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. The adjustment panel is comprised of representatives from OCC and each exchange which trades the affected option. The determination to adjust futures and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article XII, Sections 3, 4, or 4A, as applicable. For both options and futures, each adjustment

decision is made on a case by case basis. Adjustment decisions are based on information available at the time and are subject to change as additional information becomes available or if there are material changes to the terms of the corporate event(s) occasioning the adjustment.

ALL CLEARING MEMBERS ARE REQUESTED TO IMMEDIATELY ADVISE ALL BRANCH OFFICES AND CORRESPONDENTS ON THE ABOVE.

For questions regarding this memo, call Investor Services at 1-888-678-4667 or email [investorservices@theocc.com](mailto:investorservices@theocc.com). Clearing Members may contact Member Services at 1-800-544-6091 or, within Canada, at 1-800-424-7320, or email [memberservices@theocc.com](mailto:memberservices@theocc.com).