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TECHCOMP (HOLDINGS) LIMITED

天美（控股）有限公司*

(Incorporated in Bermuda with limited liability)

Hong Kong Stock Code: 1298

Singapore Stock Code: T43

WITHDRAWAL OF RESOLUTION IN THE NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice of annual general meeting (the "AGM Notice") of Techcomp (Holdings) Limited (the "Company") and the circular in respect of the annual general meeting of the Company (the "Circular") both dated 27 March 2012. Terms used herein shall have the same meaning as those defined in the Circular unless the context otherwise requires.

The Board wishes to announce that the Company adopted the Share Option Scheme pursuant to the ordinary resolution passed by the Shareholders at an extraordinary general meeting on 9 June 2011 and the Listing Committee of the SEHK has previously granted the listing of, and permission to deal in the 23,250,000 Shares which may fall to be issued pursuant to the options granted under the Share Option Scheme. As at the date of this announcement, no option has been granted under the Share Option Scheme. In view that the limit for granting the options under the Share Option Scheme has not been fully utilized, the resolution for approving refreshment the limit of the Share Option Scheme is unnecessary and the Board proposes to withdraw such resolution (as set out in Resolution 8 in the AGM Notice) from the agenda at the AGM to be held on 30 April 2012.

By Order of the Board
Techcomp (Holdings) Limited
Lo Yat Keung
Chairman

Hong Kong, 16 April 2012

As at the date of this announcement, the executive Directors are Mr. Lo Yat Keung (Chairman), Mr. Chan Wai Shing and Mr. Xu Guoping, and the independent non-executive Directors are Mr. Seah Kok Khong, Manfred, Mr. Ho Yew Yuen and Mr. Teng Cheong Kwee.

**For identification purpose only*