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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)

**MONTHLY PROGRESS UPDATE ON THE PROPOSAL
PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This announcement is made by the Board pursuant to Rule 3.7 of the Takeovers Code. Reference is made to the announcements of Techcomp (Holdings) Limited (the “**Company**”) dated 23 May 2017, 23 June 2017, 21 July 2017, 21 August 2017, 28 August 2017, 28 September 2017, 27 October 2017, 20 November 2017, 30 November 2017, 29 December 2017, 16 January 2018, 26 January 2018 and 31 January 2018 (the “**Announcements**”) in relation to the Proposal. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

As announced by the Company on 26 January 2018, the black-out period applicable to the Company’s Annual Results pursuant to the Listing Rules is expected to end on 28 March 2018 (inclusive), and the Long Stop Date pursuant to the Sixth Extension Letter has been extended to 29 March 2018 (or such other date as the parties may agree in writing).

As at the date of this announcement, (i) the Controlling Shareholder and the Possible Purchaser continue to be in the process of negotiating the terms and conditions of the formal agreements in respect of the Proposal, (ii) the application materials in relation to the Proposal submitted by the Possible Purchaser are still subject to the approval of or endorsement by the State-owned Assets Supervision and Administration Commission at a local level in relation to the Proposal, and (iii) other than the MOU (which is not legally binding on the parties thereto, save for customary provisions

relating to the Earnest Money, due diligence, legal expenses, legal validity, confidentiality, governing law and third party rights as stipulated thereunder), the related escrow agreement, the Extension Letter, the Second Extension Letter, the Third Extension Letter, the Fourth Extension Letter, the Fifth Extension Letter and the Sixth Extension Letter, no formal or legally binding agreement has been entered into between the Controlling Shareholder and the Possible Purchaser in respect of the Proposal.

Further announcement(s) setting out the progress of the Proposal will be made as and when necessary in accordance with the Listing Rules and the Takeovers Code and on a monthly basis until an announcement of a firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with the Proposal is made.

WARNING

Shareholders and potential investors of the Company shall be aware that no legally binding agreement in respect of the Proposal has been entered into as at the date of this announcement. Accordingly, there is no assurance that the Proposal will materialise or eventually be consummated and the Proposal may or may not lead to a general offer pursuant to the Takeovers Code. Shareholders and potential investors of the Company are urged to exercise extreme caution when dealing in the shares and/or other securities of the Company. If in any doubt as to any aspect of this announcement or as to the action to be taken, they should consult their professional adviser(s).

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

Hong Kong, 26 February 2018

As of the date of this announcement, the executive directors of the Company are Mr. Lo Yat Keung (President), Mr. Chan Wai Shing and Mr. Christopher James O'Connor and the independent non-executive directors of the Company are Mr. Ho Yew Yuen, Mr. Seah Kok Khong, Manfred and Mr. Teng Cheong Kwee.

The directors of the Company jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this

announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

**For identification purpose only*