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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)

PROPOSED AMENDMENTS TO THE BYE-LAWS OF THE COMPANY

The board of directors (the “**Director(s)**”) of Techcomp (Holdings) Limited (the “**Company**”) announces that, following an application that was made by the Company to the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for the proposed conversion (the “**Proposed Conversion**”) in its listing status from a primary listing to a secondary listing on the Main Board of the SGX-ST, the Directors propose to seek the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution for the amendments (the “**Proposed Amendments**”) to its bye-laws to reflect the limited requirements of the Listing Manual of the SGX-ST upon the completion of the Proposed Conversion and to more accurately reflect the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Proposed Amendments are subject to the approval by the Shareholders by way of passing a special resolution to be proposed at a special general meeting.

A circular containing, inter alia, (i) details of the Proposed Conversion; (ii) details of the Proposed Amendments; and (iii) a notice of the special general meeting will be despatched to the Shareholders in due course.

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

Hong Kong, 26 February 2016

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

**For identification purposes only*