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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)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Rule 704(29) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

The board of directors (the “**Board**”) of Techcomp (Holdings) Limited (the “**Company**”) hereby announces that on 22 January 2015, the Company granted a total of 2,000,000 share options (the “**Share Options**”) under its share option scheme adopted on 9 June 2011 (the “**Scheme**”) to eligible persons (the “**Grantees**”), subject to acceptance of the Grantees. The Share Options shall entitle the Grantees to subscribe for a total of 2,000,000 new ordinary shares of US\$0.05 each in the capital of the Company (the “**Shares**”). Details of the Share Options granted are set out as below:

Date of grant	:	22 January 2015
Number of Share Options granted	:	2,000,000
Exercise price of share options granted	:	HK\$2.00 per Share
Closing price of the Shares on the date of grant	:	HK\$1.90 per Share
The average closing price of the Shares for the five consecutive business days immediately preceding the date of grant	:	HK\$2.00
Validity period of the Share Options	:	10 years from the date of grant
	(i)	First tranche (30% of the Share Options) is exercisable from 22 January 2018 to 22 January 2025
	(ii)	Second tranche (30% of the Share Options) is exercisable from 22 January 2019 to 22 January 2025
	(iii)	Third tranche (40% of the Share Options) is exercisable from 22 January 2020 to 22 January 2025

The exercise price of HK\$2.00 per Share represents the highest of (i) the closing price of HK\$1.90 per Share as stated in the daily quotation sheets issued by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or SGX-GT (whichever is higher) on the date of grant; (ii) the average closing price of HK\$2.00 per Share as stated in the daily quotation sheets issued by the Stock Exchange or SGX-GT for the five consecutive business days immediately preceding the date of grant (whichever is higher); and (iii) the nominal value of a Share of US\$0.05.

Among the Grantees, Ms. Xu Songhua, an associate of an executive director of the Company, Mr. Xu Guoping, was granted a total of 300,000 Share Options. In accordance with Rule 17.04(1) of the Listing Rules, the grant of the Share Options to Ms. Xu Songhua has been approved by the independent non-executive directors of the Company. Save as disclosed above, none of the Grantees is a director, chief executive or substantial shareholder of the Company, nor an associate (as defined under the Listing Rules) of any of them.

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

Hong Kong, 22 January 2015

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

**For identification purpose only*