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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 CHANGE OF COMPANY NAME AND CONSEQUENTIAL AMENDMENTS TO THE BYE-LAWS AND CHANGE IN REMUNERATION OF DIRECTORS**

#### **PROPOSED CHANGE OF COMPANY NAME**

The Board proposes to change the English name of the Company from “Techcomp (Holdings) Limited” to “Yunnan Energy International Co. Limited” and to adopt “雲能國際股份有限公司” as the secondary name of the Company in Chinese (the “**Proposed Change of Company Name**”).

#### **Conditions for the Proposed Change of Company Name**

The Proposed Change of Company Name is subject to the following conditions having been satisfied:

1. the passing of a special resolution by the Shareholders at the SGM approving the Proposed Change of Company Name; and
2. the Proposed Change of Company Name being approved by the Registrar of Companies in Bermuda.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date on which the Registrar of Companies in Bermuda enters the new English name and the secondary name of the Company in Chinese on the Register of Companies in place of the former English name, and issues a certificate of incorporation on change of name and adoption of secondary name. Thereafter, the Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622) of the Laws of Hong Kong.

\* For identification purpose only

### **Reasons for the Proposed Change of Company Name**

The Board believes that the new English and Chinese names of the Company will better reflect the current status of the Company and its direction of future development. The Board believes that the new English and Chinese names of the Company will provide the Company with a new corporate image and identity which will benefit the Company's future development. The Board considers that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

### **Effects of the Proposed Change of Company Name**

The Proposed Change of Company Name will not affect any of the rights of the existing Shareholders or the Company's daily business operations or its financial position. All existing share certificates of the Company in issue bearing the current name of the Company will, after the Proposed Change of Company Name becoming effective, continue to be good evidence of legal title to such Shares and will continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates printed in the new name of the Company. Upon the Proposed Change of Company Name becoming effective, all new share certificates will only be issued in the new English and Chinese names of the Company.

In addition, subject to the confirmation by the Stock Exchange, the English Stock Short Name will be changed and a Chinese Stock Short Name will be adopted after the Proposed Change of Company Name becomes effective. Further announcement(s) will be made by the Company in relation to the change and adoption of the Stock Short Name.

### **CONSEQUENTIAL AMENDMENTS TO THE BYE-LAWS**

In view of the Proposed Change of Company Name, the Board also proposes to amend the Bye-laws to reflect the Proposed Change of Company Name. The proposed amendments to the Bye-laws are subject to the approval of the Shareholders by way of a special resolution at the SGM and the aforesaid amendments shall become effective when the Proposed Change of Company Name takes effect.

### **GENERAL**

The SGM will be convened and held for the Shareholders to consider and, if thought fit, approve, among other matters, the Proposed Change of Company Name and the proposed amendments to the Bye-laws. A circular containing, among other matters, details of the Proposed Change of Company Name and the proposed amendments to the Bye-laws together with a notice of SGM and the related proxy form will be dispatched to the Shareholders as soon as practicable.

The Company will make further announcement(s) as and when appropriate on the results of the SGM and the effective date of the Proposed Change of Company Name and the proposed amendments to the Bye-laws.

## **CHANGE IN REMUNERATION OF DIRECTORS**

The Board further announces that, in view of the results of the Listco Offers (as defined in the announcement of the Company dated 11 September 2018) and the suspension of trading of the Company, each of Mr. Zhang Jincan, Mr. Jiang Wei, Ms. Zhao Na and Mr. He Junyu has agreed that he/she will not receive any director's fee or discretionary bonus for his/her term of appointment for the time being, subject to further review by the remuneration committee of the Company and the Board from time to time.

## **DEFINITIONS**

In this announcement, unless the context requires otherwise, the following expressions shall have the following meanings:

“Board”	the board of Directors;
“Bye-laws”	the bye-laws of the Company currently in force;
“Company”	Techcomp (Holdings) Limited, a company incorporated with limited liability in Bermuda, the Shares of which are primarily listed on the Main Board of the Stock Exchange and secondarily listed on the Main Board of the SGX-ST;
“Directors”	the directors of the Company;
“SGM”	the special general meeting of the Company to be convened and held for the Shareholders to consider and if thought fit, approve, among other matters, the Change of Company Name and the amendments to the Bye-laws;
“SGX-ST”	The Singapore Exchange Securities Trading Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the People's Republic of China;
“Share(s)”	ordinary share(s) of a par value of US\$0.05 each in the share capital of the Company;
“Shareholder(s)”	the holder(s) of Shares;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited; and

“Stock Short Name”

the stock short name of the Company for trading in the securities on the Stock Exchange

By order of the Board  
**TECHCOMP (HOLDINGS) LIMITED**  
**Zhang Jincan**  
*Director*

Hong Kong, 12 September 2018

*As of the date of this announcement, the executive directors of the Company are Mr. Zhang Jincan, Mr. Jiang Wei, Ms. Zhao Na and Mr. He Junyu and the independent non-executive directors of the Company are Mr. Ho Yew Yuen, Mr. Seah Kok Khong, Manfred and Mr. Teng Cheong Kwee.*