



**(1) PROPOSED DISPOSAL OF 21.89% INTEREST IN MENTECH INVESTMENT LIMITED; AND
(2) PROPOSED CHANGE OF NAME OF THE COMPANY TO “LCT HOLDINGS LIMITED”**

Unless otherwise defined herein, capitalised terms used in this announcement shall have the meanings ascribed to them in the announcement issued by the Company on 20 June 2016 in relation to the proposed disposal of 21.89% of the issued and paid-up share capital of Mentech Investment Limited. (“Announcement”).

1. PROPOSED SPECIAL DIVIDEND

- 1.1 The Board of Directors of the Company refer to the Announcement. Subject to the conditions in paragraph 1.2, the Board is proposing the declaration of a special one-tier tax exempt dividend of US\$18.20 million (equivalent to approximately S\$0.70 per Share in the Company, based on an exchange rate of US\$1:S\$1.35538) (“**Proposed Special Dividend**”).
- 1.2 The Proposed Special Dividend is subject to the following conditions:
- (a) The approval of Shareholders on the Proposed Disposal, as well as the Proposed Special Dividend, at the SGM;
 - (b) Completion of the Proposed Disposal; and
 - (c) The satisfaction of any regulatory approvals and/or statutory requirements which may be applicable in connection with the Proposed Special Dividend.
- 1.3 Shareholders who hold Shares in the share capital of the Company as at the date on which the transfer books and register of members will be closed (“**Books Closure Date**”) shall be entitled to receive the Proposed Special Dividend. The Books Closure Date for the Proposed Special Dividend will be announced separately by the Company following the SGM.
- 1.4 The aggregate amount of cash to be paid to each Shareholder in respect of each of the Proposed Special Dividend shall be adjusted by rounding down any fractions of a cent to the nearest cent, where applicable.
- 1.5 The Proposed Special Dividend is part of the Company’s continuing effort in enhancing its Shareholders’ value. The amount of the Proposed Special Dividend was arrived at based primarily on the evaluation of the cash flow position of the Company and the sufficiency of working capital in meeting its daily business operations following Completion. The Company is proposing to fund the payment of the Proposed Special Dividend by utilising its available internal resources and the net proceeds from the Proposed Disposal.

2. APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

The Board wishes to announce that the Company has appointed Ernst & Young Corporate Finance Pte Ltd as the independent financial adviser (“**IFA**”) to advise the Non-Interested Directors in connection with the Proposed Disposal.

3. PROPOSED CHANGE OF NAME

The Board is also proposing to change the name of the Company from “Longcheer Holdings Limited” to “LCT Holdings Limited” (the “**Proposed Change of Name**”).

3.1 Rationale for the Proposed Change of Name

On 24 June 2014, the Company announced on the SGXNET that the Company had entered into a sale and purchase agreement (“**Mobell SPA**”) with First Prosperous International Limited (“**Mobell Purchaser**”) for the disposal of its entire interest in its wholly-owned subsidiary, Mobell Technology Pte. Ltd. for a cash consideration of RMB240 million (the “**Mobell Disposal**”). A copy of the announcement is available on the website of SGX-ST at www.sgx.com. The Mobell Disposal was completed on 5 September 2014 (“**Mobell Disposal Completion Date**”).

Pursuant to clause 8.1.1(a) of the Mobell SPA, following completion of the Mobell Disposal, the Company shall effect a change of its name within the expiry of 24 months after Mobell Disposal Completion Date. Following the Mobell Disposal and as at the date of this announcement, the business of the Group consists mainly of investments in properties and the equity interest in Mentech Investment Limited. Given the nature of such business activities, the current businesses of the Group are not dependent on the “Longcheer” trademarks and/or service marks which are associated with goods and services related to mobile handsets and telecommunications. As such, the Board is of the view that the Proposed Change of Name is not likely to have any material impact on the Group. Accordingly, the Board recommends that the Company’s name be changed to “LCT Holdings Limited”.

The Proposed Change of Name does not reflect any organisational changes within the Group nor does it entail any change in leadership.

3.2 Approvals

The Proposed Change of Name is subject to:

- (a) the prior approval of the SGX-ST, if any;
- (b) the approval of Shareholders by way of a special resolution at the SGM. The SGM will be the same special general meeting to be convened for the Company’s Proposed Disposal and Proposed Special Dividend; and
- (c) the approval of the Registrar of Companies in Bermuda (“**Registrar**”) having been obtained.

The Company has made an application to the Registrar to reserve the name “LCT Holdings Limited”. The reservation is valid until 20 July 2016 and will be extended further upon its

expiry. Subject to the approval of the Registrar of the proposed new name and upon receipt of a certified copy of the Shareholders' resolution approving the change of name, the Registrar will enter on the Register of Companies the new name of the Company in place of its former name and the effective date of the change of name, being the date of entry of the new name on the Register of Companies. The Registrar will then issue a certificate of change of name. The Company will make an announcement when the change of the Company's name to "LCT Holdings Limited" takes effect.

4. CIRCULAR TO SHAREHOLDERS

A circular containing, *inter alia*, information pertaining to the Proposed Change of Name, Proposed Disposal, Proposed Special Dividend and the formal opinion of the IFA on the Proposed Disposal will be sent to Shareholders in due course.

In the meantime, Shareholders and investors are advised to exercise caution when dealing in the Shares of the Company and to refrain from taking any action which may be prejudicial to their interests. In the event of any doubt, Shareholders and investors are advised to consult their stockbrokers, bank managers, solicitors, accountants and other professional advisers.

BY ORDER OF THE BOARD
LONGCHEER HOLDINGS LIMITED

See Yen Tarn
Audit Committee Chairman
30 June 2016