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BAODI
INTERNATIONAL
INVESTMENT
COMPANY LTD
包迪国际投资有限公
司 *

(Incorporated in the BVI with *limited liability)*

TECHCOMP (HOLDINGS) LIMITED 天美(控股)有限 公司*

CIRCLE BROWN LIMITED

(Incorporated in the BVI with *limited liability*)

(Incorporated in Bermuda *with limited liability)* (Hong Kong Stock Code: 1298) (Singapore Stock Code: T43)

JOINT ANNOUNCEMENT **MONTHLY PROGRESS UPDATE ON** THE LISTCO OFFERS AND THE PRIVATECO OFFER **DELAY IN DESPATCH OF CIRCULAR**

References are made to the joint announcements issued by the Company, Baodi International Investment Company Ltd and Circle Brown Limited dated 24 April 2018 (the "Joint Announcement") and 15 May 2018 (the "Second Joint Announcement"). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Joint Announcement.

It is set out in the Joint Announcement that the Circular, which will contain, among other things, details of the Group Reorganisation, the Distribution In Specie, the Supply Framework Agreement, the Service Agreements, the CB Subscription

Agreement, the amendment to the terms of the 2004 Share Option Scheme, the amendment to the terms of the 2011 Share Option Scheme, financial information on each of the Group and the Privateco Group, pro forma financial information on the Remaining Group, the letter of recommendation from the Independent Board Committee, the letter of advice from the independent financial adviser and a notice convening the SGM, is expected to be despatched to the Shareholders on or no later than 15 June 2018.

As additional time is required by the Company, Baodi International Investment Company Ltd and Circle Brown Limited to finalise certain information for inclusion in the Circular, including disclosures in the letter from the Board and the independent financial adviser, the despatch date of the Circular will be postponed. It is expected to be despatched to the Shareholders on or no later than 29 June 2018.

Further announcements setting out the progress of the Listco Offers and the Privateco Offer will be made as and when necessary in accordance with the Listing Rules and the Takeovers Code and on a monthly basis until the despatch of the Listco Offer Document and the Privateco Offer Document.

WARNING: THE PRIVATECO OFFER AND THE LISTCO OFFERS ARE POSSIBILITIES ONLY. AS THE PRIVATECO OFFER AND THE LISTCO OFFERS WILL ONLY BE MADE AFTER COMPLETION OF THE DISTRIBUTION IN SPECIE AND THE SALE AND PURCHASE COMPLETION RESPECTIVELY, WHICH ARE SUBJECT TO A NUMBER OF CONDITIONS, EACH OF THE PRIVATECO OFFER AND THE LISTCO OFFERS MAY OR MAY NOT PROCEED. SHAREHOLDERS AND POTENTIAL INVESTORS ARE THEREFORE ADVISED TO EXERCISE CAUTION WHEN DEALING IN THE SECURITIES OF THE COMPANY.

By the sole director of Baodi International Investment Company Ltd Zhang Jincan Director By Order of the board of **Techcomp** (Holdings) Limited Lo Yat Keung President

By the sole director of Circle Brown Limited Lo Yat Keung Director

Hong Kong, 15 June 2018

As of the date of this joint 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 jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror, Circle Brown, their respective associates and parties acting in concert with them), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror and Circle Brown) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.

As at the date of this joint announcement, the sole director of the Offeror is Zhang Jincan and the directors of YEIG are Duan Wenquan, Qiu Lujin, Liu Wenxian, Yang Wanhua, Li Xiang, Geng Shulun and Wang Yongqiang.

The sole director of the Offeror and the directors of YEIG jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group, Circle Brown, the Vendors, their respective associates and parties acting in concert with them), and confirms, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this joint announcement (other than the information relating to the Group, Privateco, Circle Brown, the Vendors, their respective associates and parties acting in concert with them) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.

As at the date of this joint announcement, the sole director of Circle Brown is Mr. Lo Yat Keung.

The director of Circle Brown accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group, the Offeror, their respective associates and parties acting in concert with them), and confirms, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the Group, the Directors and the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in

this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.

The English text of this announcement shall prevail over its Chinese text.

*For identification purpose only