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**LEE & MAN HOLDING LIMITED**

理文集團有限公司\*

*(incorporated in the Cayman Islands with limited liability)*

*Website : <http://www.leeman.com.hk>*

**Stock code: 746**

**PROPOSED CHANGE OF COMPANY NAME**

The Board proposes to change the name of the Company from “Lee & Man Holding Limited” to “Lee & Man Chemical Company Limited 理文化工有限公司” of which the Chinese name also replaces its existing Chinese name “理文集團有限公司” (which has been used by the Company for identification purposes only).

A circular containing, among other things, (i) details regarding the Proposed Change of Company Name; and (ii) a notice convening the EGM will be despatched to the Shareholders today.

**PROPOSED CHANGE OF COMPANY NAME**

The board of directors (the “**Board**”) of Lee & Man Holding Limited (the “**Company**”) proposes to change the name of the Company from “Lee & Man Holding Limited” to “Lee & Man Chemical Company Limited 理文化工有限公司” of which the Chinese name also replaces its existing Chinese name “理文集團有限公司” (which has been used by the Company for identification purposes only) (“**Proposed Change of Company Name**”).

**CONDITIONS FOR THE PROPOSED CHANGE OF COMPANY NAME**

The Proposed Change of Company Name is subject to (i) the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at an extraordinary general meeting of the Company (the “**EGM**”) to approve the Proposed Change of Company Name; and (ii) the approval of the use of the proposed new English and Chinese names of the Company by the Registrar of Companies in the Cayman Islands.

The Company will carry out the necessary filing procedures with the Registrar of Companies in the Cayman Islands. The new names of the Company will take effect from the date on which the Registrar of Companies in the Cayman Islands enters the new names of the Company on the register in place of the former name. The Registrar of Companies in the Cayman Islands is expected to issue the certificate of incorporation on change of name thereafter and the Company

will then complete the necessary filing procedures with the Companies Registry in Hong Kong and is expected to submit all relevant documents to The Stock Exchange of Hong Kong Limited.

#### **REASON FOR THE CHANGE OF COMPANY NAME**

The Board considers the Proposed Change of Company Name will better reflect the scope of the Company's business of manufacturing and selling chemical products. This change will not affect the Company's existing business nor its focus in the chemical production industry. Overall, the Board believes that the Proposed Change of Company Name is in the interest of the Company and Shareholders.

#### **EFFECT OF CHANGE OF COMPANY NAME**

The Proposed Change of Company Name will not affect any of the rights of the Shareholders. All existing share certificates of the Company in issue bearing the existing English name of the Company will, after the Proposed Change of Company Name becoming effective, continue to be evidence of title to shares of the Company and will remain to be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for free exchange of the existing share certificates for new share certificates bearing the new English and Chinese names of the Company.

Upon the Proposed Change of Company Name becoming effective, any new share certificates of the Company will be issued under the new English and Chinese names of the Company, and the English and Chinese stock short names of the Company will also be changed.

#### **GENERAL**

A circular containing, among other things, (i) details of the Proposed Change of Company Name and (ii) a notice convening the EGM will be despatched to the Shareholders today.

The Company will make a further announcement to inform Shareholders of the effective date of the Proposed Change of Company Name and the trading arrangement in respect of the new stock short names of the Company.

By order of the Board  
**Lee & Man Holding Limited**  
**Wai Siu Kee**  
Chairman

16 September 2011

*At the date hereof this announcement, the Board comprises four executive directors, namely, Ms Wai Siu Kee, Mr Lee Man Yan, Mr Yang Zuo Ning and Ms Wong Yuet Ming, and three independent non-executive directors, namely, Mr Wong Kai Tung, Tony, Mr Wan Chi Keung, Aaron BBS JP and Mr Heng Victor Ja Wei.*

*\* For identification purposes only*