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**China Optoelectronics Holding Group Co., Limited**

**中國光電控股集團有限公司**

*(Incorporated in Bermuda with limited liability)*

*Website: [www.chnoe.com](http://www.chnoe.com)*

*(Stock Code: 1332)*

**PROPOSED CHANGE OF COMPANY NAME**

The Board proposes to change the English name of the Company from “China Optoelectronics Holding Group Co., Limited” to “China Opto Holdings Limited” and to adopt a new Chinese name “中國新進控股有限公司” as the secondary name of the Company to replace “中國光電控股集團有限公司”.

The Proposed Name Change is subject to approval of the Shareholders by way of a special resolution at the SGM and approval of the Registrar of Companies in Bermuda.

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The Proposed Name Change is subject to (i) approval of the Shareholders by way of a special resolution at the SGM; and (ii) approval of the Registrar of Companies in Bermuda.

Subject to satisfaction of the conditions set out above, the Proposed Name Change will take effect from the date on which the Registrar of Companies in Bermuda enters the Company’s new English name and new secondary name on the register maintained by the Registrar of Companies in Bermuda. The Company will then comply with the necessary filing procedures in Hong Kong.

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

Despite the lapse of the major transaction as announced by the Company on 29 October 2015, the Company's strategy has not changed. The Board believes that the new English and Chinese name of the Company will provide the Group with a new corporate identity and will better reflect the Group's vision and its macro commercial direction.

Therefore, the Board considers that the Proposed Name Change is fair and reasonable and in the interests of the Company and its Shareholders as a whole.

## **Effects of Proposed Name Change**

The Proposed Name Change will not, by itself, affect any of the rights of the Shareholders. Save for the change of stock short name to be announced by the Company, the trading arrangements for the Shares on the Stock Exchange will not be affected. All existing share certificates of the Company in issue bearing the Company's existing name shall continue to be evidence of legal title to the Shares and valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for free exchange of existing share certificates of the Company for new share certificates under the new name of the Company.

## **GENERAL**

Further announcement(s) will be made by the Company regarding the effective date of the Proposed Name Change and the change of the stock short name for trading of the Shares on the Stock Exchange.

The SGM will be convened for the purpose of, among other matters, considering and, if though fit, approving the Proposed Name Change. A circular containing, among other things, further details of the Proposed Name Change, together with a notice to convene the SGM, will be despatched to the Shareholders as soon as practicable.

## **DEFINITIONS**

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

“Board”	the board of Directors
“Company”	China Optoelectronics Holding Group Co., Limited (Stock Code: 1332), a company incorporated in Bermuda with limited liability, the Shares of which are listed on the main board of the Stock Exchange
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries

“Proposed Name Change”	the proposed change of the English name of the Company from “China Optoelectronics Holding Group Co., Limited” to “China Opto Holdings Limited” and to adopt a new Chinese name “中國新進控股有限公司” as the secondary name of the Company to replace “中國光電控股集團有限公司”
“SGM”	the special general meeting of the Company to be convened for the purpose of, among other matters, considering and, if thought fit, approving the Proposed Name Change
“Share(s)”	ordinary share(s) with par value of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holders of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

By order of the Board  
**China Optoelectronics Holding Group Co., Limited**  
**Lam How Mun Peter**  
*Chairman*

Hong Kong, 17 February 2016

As at the date of this announcement, the Board comprises the following Directors:–

*Executive Directors*

Ms. Poon Ho Yee Agnes (*Managing Director*)  
Mr. Lo Yuen Wa Peter  
Ms. Sun Dixie Hui

*Non-executive Director*

Dr. Lam How Mun Peter (*Chairman*)

*Independent Non-executive Directors*

Mr. Chan Sze Hung  
Mr. Cheung Wing Ping  
Mr. Ha Kee Choy Eugene  
Mr. To Shing Chuen