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EMER International Group Limited

埃謨國際集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8149)

PROPOSED CHANGE OF NAME AND CHANGE OF BOARD LOT SIZE

The Board of the Company, together with the Group proposes to change the existing name of the Company from “EMER International Group Limited” to “TSC Offshore Group Limited”, and upon the change of name becoming effective, a new Chinese name “TSC海洋集團有限公司” will be adopted to replace “埃謨國際集團有限公司” for identification, subject to the conditions set out in this announcement below.

Incidental to such proposed change of name, the Board also proposes to amend the Company’s articles of association to reflect the change of the Company’s name.

Particulars of the proposed name change of the Company and the consequential amendments to the Company’s articles of association together with a notice convening the extraordinary general meeting, among other things, will be set out in a circular to be dispatched to the Shareholders as soon as practicable.

The Board is also pleased to announce that the board lot size of the Shares for trading on GEM will be changed from 4,000 Shares to 1,000 Shares with effect from 29 February 2008.

Shareholders may submit their existing share certificates under the Company’s existing name in board lot of 4,000 Shares each to Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, in exchange for New Share Certificates under the Company’s new name in board lot of 1,000 Shares each free of charge during business hours from 15 February 2008 to 27 March 2008 (both dates inclusive).

PROPOSED CHANGE OF COMPANY NAME

For the purpose to reflect the recent expansion of the Group’s business, the Board considers that the proposed new name will more accurately reflect the corporate nature of the Company coherence with other subsidiaries’ names also with “TSC” named. Furthermore, “TSC” brand has been identified and recognised for over 6 years in oil and gas drilling industries onshore and offshore in the United States of American. Hence, the new name can also refresh the Company’s corporate image and identity. The Board will propose a special resolution to the Shareholders of the Company to change the name of the Company to “TSC Offshore Group Limited”, and upon the change of name becoming effective, a new Chinese name “TSC海洋集團有限公司” will be adopted to replace “埃謨國際集團有限公司” for identification, at the forthcoming EGM of the Company to be held at a date to be fixed.

Conditions

The Proposed Name Change is subject to the satisfaction of the following conditions:

1. the passing of a special resolution by the Shareholders of the Company at an EGM of the Company to be convened and held to approve the Proposed Name Change; and
2. the approval of the Proposed Name Change by the Registrar of Companies in the Cayman Islands.

The Proposed Name Change shall take effect from the date on which the special resolution approving the Proposed Name Change is passed by the Shareholders of the Company at the EGM, subject to the consent of the Registrar of Companies in the Cayman Islands. Upon the Proposed Name Change taking effect and the receipt of incorporation on change of name, the Company will carry out the necessary filing procedures with the Registrar of Companies in Hong Kong under Part XI of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) and with the Registrar of Companies in the Cayman Islands. Subject to the Proposed Name Change becoming effective, the English and Chinese stock short names of the Company will also be changed. Further announcement on the change of the Company's name and the change in stock short names will be made once the proposed change of the Company's name has become effective.

Effects on change of name

The Proposed Name Change, once approved and after becoming effective, will not in any way affect any of the rights of any Shareholders of the Company and all existing Share certificates of the Company in issue bearing the present name of the Company will, after the Proposed Name Change has become effective, continue to be effective as documents of title to the Shares of the Company and will be valid for trading, settlement and registration purposes. However, New Share Certificates of the Company will be issued under the new name of the Company after the name change has become effective.

Proposed amendments to the articles of association

A special resolution will be proposed at the EGM for the Shareholders of the Company to consider, and if thought fit, approve, subject to the passing of the special resolution above in respect the Proposed Name Change, amendments to the Company's articles of association to reflect such change of name. The proposed changes to the Company's articles of association shall become effective once the Shareholders of the Company duly pass the relevant special resolution at the EGM.

General

This announcement is made pursuant to the requirement of Rule 17.50(1) of the GEM Listing Rules. Particulars of the proposed name change of the Company and consequential amendments to the Company's articles of association together with a notice convening the EGM, among other things, will be set out in a circular to be dispatched to the Shareholders as soon as practicable. The Company will make further announcements on the outcome of the EGM, the arrangement relating to the change of its names and the trading and dealings in its Shares under its new name and the adoption of new stock short name.

CHANGE OF BOARD LOT SIZE

The Board is pleased to announce that the board lot size for trading in the Shares will be changed from 4,000 Shares to 1,000 Shares with effect from 9:30 a.m. on Friday, 29 February 2008.

The change in board lot size will not result in any change in the relative rights of the Shareholders. No odd lots of the Shares will be resulted from the aforesaid change of the board lot size, other than those already existed before such change becoming effective.

Based on the closing price of HK\$5.5 per Share as at the date of this announcement and the existing board lot size of 4,000 Shares, the prevailing board lot value is HK\$22,000. On the basis of the aforesaid closing price and the new board lot size of 1,000 Shares, the new board lot value would be HK\$5,500. The change in board lot size will decrease the value of each board lot of the Shares and is expected to increase interests, particularly among retail investors, in trading in the Shares, thereby enhancing the liquidity of the Shares and broadening the Shareholders base of the Company. The Board considers that the change of the board lot size is in the interest of the Company and its Shareholders as a whole.

Free exchange of share certificates

In respect of the change of board lot size, Shareholders may submit their Existing Share Certificates in board lot(s) of 4,000 Shares (pink in colour) to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, in exchange for the New Share Certificates in board lots of 1,000 Shares (light blue in colour) free of charge between 9:00 a.m. and 4:00 p.m. on any business day from Friday, 15 February 2008 to Thursday, 27 March 2008 (both dates inclusive). It is expected that New Share Certificates will be available for collection within 10 business days after the submission of the Existing Share Certificates to Tricor Investor Services Limited for exchange.

From 28 March 2008 onwards, exchange of Existing Share Certificates for New Share Certificates can only be made at a cost of HK\$2.50 (or such higher amount as may be allowed by The Stock Exchange of Hong Kong Limited from time to time) for each Existing Share Certificate cancelled or each New Share Certificate issued, whichever number of share certificates involved is higher. All Existing Share Certificates in board lots of 4,000 Shares will continue to be good evidence of legal title to such Shares and will be valid for delivery, trading and settlement purposes.

As from Friday, 29 February 2008, any New Share Certificate will be issued in board lots of 1,000 Shares. The New Share Certificates will be issued in light blue colour in order to distinguish them from the Existing Share Certificates which are in pink colour.

EXPECTED TIMETABLE

First day for free exchange of Existing Share Certificates under the Company's existing name in board lot of 4,000 Shares each for New Share Certificates under the Company's new name in board lot of 1,000 Shares each	Friday, 15 February 2008
Effective date of the change in board lot size from 4,000 Shares to 1,000 Shares	Friday, 29 February 2008
Original counter for trading in the Shares in board lot of 4,000 Shares each becomes counter for trading in the Shares in board lot of 1,000 Shares each	9:30 a.m. on Friday, 29 February 2008
Temporary counter for trading in the Shares in board lot of 4,000 Shares each opens	9:30 a.m. on Friday, 29 February 2008
Parallel trading in Shares commences	9:30 a.m. on Friday, 29 February 2008
Temporary counter for trading in the Shares in board lot of 4,000 Shares each closes	4:00 p.m. on Tuesday, 25 March 2008
Parallel trading in Shares ends	4:00 p.m. on Tuesday, 25 March 2008
Last day for free exchange of Existing Share Certificates under the Company's existing name in board lot of 4,000 Shares each for New Share Certificates under the Company's new name in board lot of 1,000 Shares each	Thursday, 27 March 2008

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise.

"Board"	board of Directors
"Company"	EMER International Group Limited, a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on GEM
"Directors"	the directors of the Company
"EGM"	an extraordinary general meeting of the Company to be convened for the Shareholders to consider and, if thought fit, to approve, among other things, the change of company name
"Existing Share Certificate(s)"	certificates of Shares in board lot(s) of 4,000 Shares (pink in colour)

“GEM”	the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“New Share Certificate(s)”	certificates of Shares in board lot(s) of 1,000 Shares (light blue in colour)
“Share(s)”	ordinary share(s) of HK\$0.10 each in the issued share capital of the Company
“Shareholders”	holders of Shares in issue

Yours faithfully
By order of the Board
EMER International Group Limited
Jiang Bing Hua
Chairman

Hong Kong, 14 December 2007

As at the date of this announcement, the Executive Directors of the Company are Mr. Jiang Bing Hua, Mr. Zhang Menggui, Mr. Chen Yunqiang and Mr. Zhang Hongru; the non-executive Director is Mr. Jiang Longsheng and the Independent non-executive Directors are Mr. Chan Ngai Sang, Kenny, Mr. Bian Junjiang and Mr. Guan Zhichuan.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days and on the website of the Company at www.emergroup.com on a continuous basis for at least five years from the date of its posting.

* *For identification only*