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TIMELESS SOFTWARE LIMITED

天時軟件有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 8028)

PROPOSED CHANGE OF COMPANY NAME

The board (the “**Board**”) of directors (the “**Directors**”) of Timeless Software Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) proposes to change the English name of the Company from “Timeless Software Limited” to “Timeless Resources Holdings Limited”, and its Chinese name from “天時軟件有限公司” to “天時資源控股有限公司” (together, the “**Change of Company Name**”).

Conditions of the Change of Company Name

The Change of Company Name is subject to the following conditions being fulfilled:

- (i) the passing of a special resolution by the shareholders (the “**Shareholders**”) of the Company at the extraordinary general meeting of the Company to approve the Change of Company Name; and
- (ii) the Companies Registry in Hong Kong approving the Change of Company Name by issuing a certificate of change of name.

Subject to the satisfaction of the above conditions, the Change of Company Name will take effect from the date of issuance of the certificate of change of name by the Companies Registry in Hong Kong.

Reasons for the Change of Company Name

The Board considers that the Change of Company Name will better reflect the current status of the Group, the Company’s strategic plan, and its direction of future development. The Board believes that the Change of Company Name can provide the Company with a more appropriate corporate image which will benefit the Company’s business development. As such, the change is in the best interests of the Company and Shareholders as a whole.

Effects of the Change of Company Name

The Change of Company Name will not affect any rights of the Shareholders or the Company’s daily business operation and its financial position.

All the existing share certificates of the Company in issue bearing the present name of the Company shall, after the Change of Company Name has become effective, continue to be evidence of title to such shares (the “**Shares**”) of the Company and the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes.

There will not be any arrangement for exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company. Once the Change of Company Name has become effective, share certificates of the Company will only be issued in the new name of the Company and the Shares will be traded on the GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) under the new name of the Company.

In addition, subject to the confirmation by the Stock Exchange, the English and the Chinese stock short names of the Company for trading in its securities on the GEM of the Stock Exchange will also be changed after the Change of Company Name has become effective. Subject to the Change of Company Name becoming effective, the Company will also change its company website afterwards.

By Order of the Board
TIMELESS SOFTWARE LIMITED
Felipe Tan
Chairman

Hong Kong, 18 August 2023

Executive Directors:

Mr. Felipe Tan (Chairman)

Mr. Ronald Tan

Independent non-executive Directors:

Ms. Chan Choi Ling

Mr. Lam Kwai Yan

Mr. Yu Leung Fai

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least seven days from the date of its publication and on the Company’s website at www.timeless.com.hk.