

CIRCULAR DATED 3 APRIL 2013

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

This Circular is issued by HLN Technologies Limited (the “Company”). If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

If you have sold or transferred all your shares in the capital of the Company, you should immediately forward this Circular, the enclosed Notice of Extraordinary General Meeting and the Proxy Form to the purchaser or to the bank, stockbroker or other agent through whom you effected the sale for onward transmission to the purchaser.

The Singapore Exchange Securities Trading Limited assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained in this Circular.



HLN TECHNOLOGIES LIMITED

(Incorporated in the Republic of Singapore on 26 February 2004)
(Company Registration No. 200402180C)

CIRCULAR TO SHAREHOLDERS

in relation to

THE PROPOSED CHANGE OF NAME OF THE COMPANY TO “SINJIA LAND LIMITED”

IMPORTANT DATES AND TIMES

- | | | |
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| Last date and time for lodgement of Proxy Form | : | 27 April 2013 at 4:00 p.m. |
| Date and time of Extraordinary General Meeting | : | 29 April 2013 at 4:00 p.m. (or as soon thereafter following the conclusion / adjournment of the Annual General Meeting of the Company to be held at 2:30 p.m. on the same day and at the same place) |
| Place of Extraordinary General Meeting | : | Regus Samsung Hub, 3 Church Street, Samsung Hub, Level 8, Changi Room |

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DEFINITIONS

For the purpose of this Circular, the following definitions apply throughout unless the context otherwise requires or is otherwise stated:

“ACRA”	:	Accounting and Corporate Regulatory Authority of Singapore
“Act”	:	The Companies Act (Chapter 50 of Singapore), as amended or modified from time to time
“CDP”	:	The Central Depository (Pte) Limited
“Company”	:	HLN Technologies Limited (Company Registration No. 200402180C), a company incorporated in Singapore and having its registered office at 74A Tras Street, Singapore 079013
“Directors”	:	The directors of the Company for the time being
“EGM”	:	The extraordinary general meeting of the Company to be convened on 29 April 2013 at 4:00 p.m. (or as soon thereafter following the conclusion / adjournment of the Annual General Meeting of the Company to be held at 2:30 p.m. on the same day and at the same place), notice of which is set out on page 8 of this Circular
“Group”	:	The Company and its Subsidiaries and associated companies
“Listing Manual”	:	The listing manual of the SGX-ST, as amended or modified from time to time
“Notice of EGM”	:	Notice of EGM attached to this Circular
“Proposed Change of Name”	:	The proposed change of name from “HLN Technologies Limited” to “Sinjia Land Limited”
“Securities Account”	:	A securities account maintained by a Depositor with CDP but does not include a securities sub-account
“SGX-ST”	:	Singapore Exchange Securities Trading Limited
“Shareholders”	:	Registered holders of Shares except that where the registered holder is CDP, the term “ Shareholders ” shall, in relation to such Shares, mean the Depositors into whose Securities Accounts those Shares are credited. Any reference to Shares held by Shareholders shall include Shares standing to the credit of the respective Shareholders’ Securities Accounts
“Shares”	:	Ordinary shares in the capital of the Company
“Subsidiary”	:	Has the meaning ascribed to it in the Act
“%”	:	Per centum or percentage

The terms “**Depositor**” and “**Depository Register**” shall have the meanings ascribed to them respectively in Section 130A of the Act.

The terms “**controlling shareholder**”, “**associate**” and “**associated company**” shall have the respective meanings ascribed to them by the Listing Manual or any other publication prescribing rules or regulations for corporations admitted to the Official List of the SGX-ST (as amended or modified from time to time).

DEFINITIONS

Words importing the singular shall, where applicable, include the plural and *vice versa*, and words importing the masculine gender shall, where applicable, include the feminine and neuter genders. References to persons shall include corporations.

Any reference in this Circular to any enactment is a reference to that enactment for the time being amended or re-enacted. Any word defined under the Act, the Listing Manual or any modification thereof and used in this Circular shall have the same meaning assigned to it under the Act, the Listing Manual or any modification thereof, as the case may be.

Any reference to a time of day in this Circular shall be a reference to Singapore time unless otherwise stated.

LETTER TO SHAREHOLDERS

HLN TECHNOLOGIES LIMITED

(Incorporated in the Republic of Singapore on 26 February 2004)
(Company Registration No. 200402180C)

Board of Directors:

Li Anhua (Non-Executive Chairman and Independent Director)
Cheong Weixiong, Jeff (Group Chief Executive Officer and Executive Director)
Ng Khoon Seng (Group Deputy Chief Operating Officer and Executive Director)
Tang Chi Loong (Non-Executive and Independent Director)
Lee Jim Teck, Edward (Non-Executive and Independent Director)

Registered office:

74A Tras Street
Singapore 079013

3 April 2013

To: The Shareholders of HLN Technologies Limited

Dear Sir/Madam

THE PROPOSED CHANGE OF NAME OF THE COMPANY TO “SINJIA LAND LIMITED”

1. INTRODUCTION

The board of Directors of the Company is convening an extraordinary general meeting to seek the approval of the Shareholders for the change of the Company's name from “HLN Technologies Limited” to “Sinjia Land Limited”, which is “星嘉源” in Chinese.

The purpose of this Circular is to explain the reasons for, and to provide Shareholders with relevant information relating to, the Proposed Change of Name, as well as to seek Shareholders' approval at the forthcoming EGM to be held on 29 April 2013 at 4:00 p.m. at Regus Samsung Hub, 3 Church Street, Samsung Hub, Level 8, Changi Room (or as soon thereafter following the conclusion / adjournment of the Annual General Meeting of the Company to be held at 2:30 p.m. on the same day and at the same place) for the same.

2. THE PROPOSED CHANGE OF NAME OF THE COMPANY

2.1 Rationale

The Company was listed on SGX-ST in 2008 and is an integrated group of companies that manufactures and supplies a wide range of customised precision elastomeric and polymeric components to a variety of industries, and undertakes property development and investment. In November 2011, the Group discontinued its operations in its metallic business. With the reshaping of the Group, it is now left with the elastomeric, polymeric and property businesses. Accordingly, the Company proposes to change its name to “Sinjia Land Limited”, which is “星嘉源” in Chinese. The Board believes that the new company name can provide the Group with a more appropriate identification and image which will benefit the Group's future business development and is in the interest of the Group and the Shareholders. The change in company name is to signify a new phase of development and is also in line with the Company's new focus on property development and investment. Sinjia Land Limited in Chinese means “new homeland” which is the new direction of the Company.

The Proposed Change of Name will not affect any of the Shareholders' rights or the Group's operations and financial position.

LETTER TO SHAREHOLDERS

2.2 Approvals

The Proposed Change of Name will be proposed as a special resolution at the EGM and is subject to Shareholders' approval. The Company has made an application to ACRA for the change of name from "HLN Technologies Limited" to "Sinjia Land Limited", and has reserved the proposed name of "Sinjia Land Limited" (with such reservation expiring on 25 May 2013).

2.3 Administrative Procedures

Subject to the approval of Shareholders and registration by ACRA, the Company shall change its name from "HLN Technologies Limited" to "Sinjia Land Limited", and the name of "HLN Technologies Limited" shall be substituted with "Sinjia Land Limited" wherever the former name appears in the Memorandum and Articles of Association of the Company. Apart from the substitution of the Company's name, no amendments will be made to the Company's Memorandum and Articles of Association.

The Company will make an announcement when the change of name takes effect. Shareholders should note that the change of the Company's name does not affect the legal status of the Company or any of the rights of Shareholders, and the existing Shares will continue to be traded on the SGX-ST.

2.4 Existing Share Certificates

Shareholders should note that notwithstanding the change of the Company's name, the Company will not recall existing share certificates which will continue to be *prima facie* evidence of legal title. No further action would be required on the part of Shareholders.

3. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

None of the Directors or substantial Shareholders of the Company has any interest, direct or indirect, in the Proposed Change of Name (other than through their respective shareholdings in the Company).

4. DIRECTORS' RECOMMENDATIONS

The Directors are of the opinion that the Proposed Change of Name is beneficial to, and in the best interests of the Company. Accordingly, the Directors recommend that the Shareholders vote in favour of the special resolution relating to the Proposed Change of Name to be proposed at the EGM.

5. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on page 8 of this Circular, will be held on 29 April 2013 at 4:00 p.m. at Regus Samsung Hub, 3 Church Street, Samsung Hub, Level 8, Changi Room (or as soon thereafter following the conclusion / adjournment of the Annual General Meeting of the Company to be held at 2:30 p.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing, with or without any amendment, the resolution as set out in the Notice of EGM.

6. ACTION TO BE TAKEN BY SHAREHOLDERS

Shareholders who are unable to attend the EGM and wish to appoint a proxy to attend and vote on their behalf should sign and return the proxy form attached to the Notice of EGM in accordance with the instructions printed thereon as soon as possible and in any event, so as to reach the registered office of the Company at 74A Tras Street, Singapore 079013, not later than 48 hours before the time fixed for the EGM. The completion and sending of the proxy form by a Shareholder will not preclude him from attending and voting in person at the EGM in place of his proxy if he wishes to do so.

A Depositor shall not be regarded as a Shareholder entitled to attend the EGM and to speak and vote thereat unless he is shown to have Shares entered against his name in the Depository Register, as certified by the CDP, as at 48 hours before the EGM.

LETTER TO SHAREHOLDERS

7. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Change of Name, the Company and its Subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading. Where information in the Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in the Circular in its proper form and context.

8. DOCUMENTS AVAILABLE FOR INSPECTION

A copy of the following documents may be inspected at the registered office of the Company at 74A Tras Street, Singapore 079013, during normal business hours from the date of this Circular up to and including the date of the EGM:

- (a) the Memorandum and Articles of Association of the Company; and
- (b) the email confirmation from ACRA dated 26 March 2013 setting out its approval to the Proposed Change of Name.

Yours faithfully
For and on behalf of
The board of Directors

Cheong Weixiong, Jeff
Chief Executive Officer
HLN Technologies Limited

NOTICE OF EXTRAORDINARY GENERAL MEETING

HLN TECHNOLOGIES LIMITED

(Incorporated in the Republic of Singapore on 26 February 2004)
(Company Registration No. 200402180C)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the shareholders of HLN Technologies Limited (the “**Company**”) will be held on 29 April 2013 at 4:00 p.m. at Regus Samsung Hub, 3 Church Street, Samsung Hub, Level 8, Changi Room (or as soon thereafter following the conclusion / adjournment of the Annual General Meeting of the Company to be held at 2:30 p.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without any modifications, the following resolution as a special resolution:

The Proposed Change of Name

AS A SPECIAL RESOLUTION:

RESOLVED THAT:

- (A) approval be and is hereby given for the name of the Company “HLN Technologies Limited” to be changed to “Sinjia Land Limited” and that the name “Sinjia Land Limited” be substituted for “HLN Technologies Limited” wherever the latter name appears in the Memorandum and Articles of Association; and
- (B) the Directors (or any one of them) be and are hereby authorised to complete and do all such acts and things (including negotiating, signing, executing and delivering all such documents and approving any amendments, alterations or modifications to any document and affixing the common seal of the Company to any such documents (if necessary)) in connection with the Proposed Change of Name as they may consider necessary, desirable or expedient to give effect to this Resolution as they may deem fit.

By Order of the Board

Seah Kim Swee
Company Secretary
3 April 2013

Notes:

- 1. A member of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint not more than two proxies to attend and vote in his stead. Such proxy need not be a member of the Company.
- 2. If the appointer is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney.
- 3. The instrument appointing proxy or proxies must be deposited at the registered office of the Company at 74A Tras Street, Singapore 079013, not later than 48 hours before the time set for the Extraordinary General Meeting.

HLN TECHNOLOGIES LIMITED

Incorporated in Singapore on 26 February 2004
(Registration Number: 200402180C)

IMPORTANT

1. This Circular is also forwarded to investors who have used their CPF monies to buy shares in the Company at the request of their CPF Approved Nominees, and is sent solely for their information only.
2. The Proxy Form is, therefore, not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

PROXY FORM

I/We _____ (Name)

of _____ (Address)

being a member(s) of HLN Technologies Limited (the “Company”), hereby appoint

Name	Address	NRIC/Passport Number	Proportion of Shareholdings

and/or (delete as appropriate)

Name	Address	NRIC/Passport Number	Proportion of Shareholdings

as my/our proxy/proxies to attend and to vote for me/us on my/our behalf and if necessary, to demand a poll at the Extraordinary General Meeting of the Company to be held on 29 April 2013 at 4:00 p.m. at Regus Samsung Hub, 3 Church Street, Samsung Hub, Level 8, Changi Room (or as soon thereafter following the conclusion / adjournment of the Annual General Meeting of the Company to be held at 2:30 p.m. on the same day and at the same place) and at any adjournment thereof.

(Please indicate with an “X” in the spaces provided whether you wish your vote(s) to be cast for or against the resolution as set out in the notice of Extraordinary General Meeting. In the absence of specific directions, the proxy/proxies will vote or abstain from voting as he/they may think fit, as he/they will on any other matter arising at the Extraordinary General Meeting.)

No.	Resolution	For	Against
1.	Special Resolution: Approval of the Proposed Change of Name		

Dated this _____ day of _____ 2013

Total number of Shares held

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Signature(s) of member(s) or common seal

IMPORTANT: PLEASE READ NOTES OVERLEAF



NOTES:

1. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 130A of the Companies Act, Chapter 50), you should insert that number of shares. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by you.
2. A member of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint not more than two proxies to attend and vote on his behalf. A proxy need not be a member of the Company.
3. Where a member appoints more than one proxy, he shall specify the proportion of his shareholding to be represented by each proxy.
4. The instrument appointing a proxy or proxies must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or duly authorised officer.
5. A corporation which is a member of the Company may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Extraordinary General Meeting, in accordance with its Articles of Association and Section 179 of the Companies Act, Chapter 50.
6. The instrument appointing a proxy or proxies, together with the power of attorney or other authority (if any) under which it is signed, or notarially certified copy thereof, must be deposited at the registered office of the Company at 74A Tras Street, Singapore 079013 not later than 48 hours before the time set for the Extraordinary General Meeting.
7. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of members of the Company whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if such members are not shown to have shares entered against their names in the Depository Register at 48 hours before the time appointed for holding the Extraordinary General Meeting as certified by The Central Depository (Pte) Limited to the Company.

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