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TERMBRAY INDUSTRIES INTERNATIONAL (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 00093)

POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 15 OCTOBER 2020

Reference is made to the announcement of Termbay Industries International (Holdings) Limited (the “**Company**”) dated 23 September 2020 and the circular of the Company dated 25 September 2020 (the “**Circular**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce the poll results in respect of the resolution proposed at the SGM held on 15 October 2020 as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	To approve the Agreement and the transactions contemplated thereunder, including the Proposed Acquisition; and to approve the grant of the Specific Mandate to issue, allot and credit as fully paid the Consideration Shares <i>(Note)</i>	72,365,260 (100%)	0 (0%)

Note: For the full text of the resolution, please refer to the notice of the SGM dated 25 September 2020.

As more than 50% of the votes were cast in favour of the above resolution, the resolution was duly passed as an ordinary resolution by the shareholders of the Company at the SGM.

As at the date of the SGM, the total number of issued shares of the Company (the “**Shares**”) was 1,957,643,050 Shares. Mr. Tommy Lee and his associates, including Lee & Leung (B.V.I.), which together held 1,252,752,780 Shares (representing approximately 63.99% of the total issued Shares) as at the date of the SGM, were required under the Listing Rules to abstain, and did abstain, from voting on the resolution at the SGM. Save as disclosed above, there were no Shareholders which were required under the Listing Rules to abstain from voting at the SGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolution at the SGM pursuant to Rule 13.40 of the Listing Rules. Accordingly, the total number of Shares entitling the holders to attend and vote on the resolution at the SGM was 704,890,270 Shares.

Tricor Standard Limited, the Company’s Hong Kong share registrar, acted as scrutineer for the poll at the SGM.

Since the Proposed Acquisition is subject to the fulfillment of other conditions precedent set out in the Agreement, and may or may not proceed to Completion, Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
Termbray Industries International (Holdings) Limited
LEE Lap
Chairman

Hong Kong, 15 October 2020

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. Lee Lap (*Chairman*)

Mr. Tommy Lee (*Vice Chairman & Chief Executive Officer*)

Mr. Wong Shiu Kee

Independent Non-Executive Directors:

Mr. Lo Yiu Hee

Mr. Tong Hin Wor

Mr. Ching Yu Lung