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TERMBRAY INDUSTRIES INTERNATIONAL (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 0093)

POSITIVE PROFIT ALERT

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

The Board wishes to inform the shareholders and potential investors of the Company that the Group is expected to record a significant net profit for the year ended 31 March 2013 as compared to a net loss of approximately HK\$7,077,000 recorded for the year ended 31 March 2012.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by TermbRAY Industries International (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders and potential investors of the Company that the Group is expected to record a significant net profit for the year ended 31 March 2013 as compared to a net loss of approximately HK\$7,077,000 recorded for the year ended 31 March 2012. This significant net profit for the year ended 31 March 2013 is mainly due to the contribution from the share of operation results of the Company’s associated company, TermbRAY Petro-king Oilfield Services Limited and its subsidiaries (the “**Petro-king Group**”) continuing the trend as announced in the Company’s interim results and the gain from the Group’s deemed disposal of its interest in Petro-king Group as described below.

TermbRAY Petro-king Oilfield Services Limited (“**Petro-king**”) is a company listed on the main board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in which the Company is now indirectly interested in approximately 32.85% of its issued shares.

As announced by Petro-king on 28 March 2013, for the year ended 31 December 2012, the Petro-king Group has recorded significant growth in its turnover attributable to the rapid development of its oilfield production enhancement business in the People’s Republic of China market and made a profit attributable to shareholders of HK\$178.3 million. Moreover, the effect of offset of the Group’s share of operating results of the Petro-king Group by the amortization of the intangible assets in relation to incomplete contracts of the Petro-king Group was also minimal for the year ended 31 March 2013.

In addition, the Group recognised a gain from the deemed disposal of its interest in the Petro-king Group from approximately 45.44% to 32.85% upon the successful listing of the shares of Petro-king on the main board of the Stock Exchange, which gain is more than the estimated gain previously announced by the Company on 22 February 2013. This extra gain is mainly due to the full exercise of the over-allotment option and the offer price of the shares of Petro-king in the listing being determined at a price higher than the price on which the estimated gain was based.

It should be noted that the information contained in this positive profit alert announcement is only based on information currently available to the Company and the Board's preliminary review of the consolidated management accounts of the Group for the year ended 31 March 2013 which have not been audited by the external auditors of the Company as at the date of this announcement.

The audited consolidated annual results announcement of the Company for the year ended 31 March 2013 is expected to be published by the end of June 2013. Accordingly, shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By order of the Board of
Termbay Industries International (Holdings) Limited
LEE Lap
Chairman

Hong Kong, 16 May 2013

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

Executive Directors:

Mr. Lee Lap (*Chairman*)

Mdm. Leung Lai Ping

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. Siu Lok Chow, Gabriel

Non-Executive Director:

Mr. Lee Ka Sze, Carmelo