

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



## TERMBRAY INDUSTRIES INTERNATIONAL (HOLDINGS) LIMITED

*(Incorporated in Bermuda with limited liability)*

Website: [www.termbray.com.hk](http://www.termbray.com.hk)

**(Stock code: 0093)**

### POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 7 SEPTEMBER 2012

The board of directors (the “Board”) of Termbay Industries International (Holdings) Limited (the “Company”) is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting (the “AGM”) of the shareholders of the Company held on 7 September 2012 as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements for the year ended 31 March 2012 together with the directors’ report and the independent auditor’s report thereon.	1,332,076,800 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
2.	To declare a final dividend of HK9 cents per share for the year ended 31 March 2012.	1,332,076,800 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	(i) To re-elect Mr. Lee Lap as a director of the Company.	1,332,076,800 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(ii) To re-elect Mdm. Leung Lai Ping as a director of the Company.	1,332,076,800 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(iii) To re-elect Mr. Wong Shiu Kee as a director of the Company.	1,332,076,800 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(iv) To re-elect Mr. Lee Ka Sze, Carmelo as a director of the Company.	1,332,076,800 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(v) To re-elect Mr. Siu Lok Chow, Gabriel as a director of the Company.	1,332,076,800 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
4.	(vi) To authorize the board of directors to fix the remuneration of the directors of the Company for the year ending 31 March 2013.	1,332,076,800 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company until the conclusion of the next annual general meeting at a remuneration to be fixed by the board of directors.	1,332,076,800 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the ordinary resolution was duly passed.		
5.	To grant a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the issued share capital.	1,332,076,800 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the ordinary resolution was duly passed.		
6.	To grant a general mandate to the directors to allot and issue new shares of the Company not exceeding 20% of the issued share capital.	1,329,659,900 (99.82%)	2,416,900 (0.18%)
	As more than 50% of the votes were cast in favour of this resolution, the ordinary resolution was duly passed.		

Ordinary Resolutions		Number of Votes (%)	
		For	Against
7.	To extend the general mandate granted to the directors to issue new shares of the Company by adding the shares repurchased by the Company.	1,329,659,900 (99.82%)	2,416,900 (0.18%)
	As more than 50% of the votes were cast in favour of this resolution, the ordinary resolution was duly passed.		

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 1,957,643,050 shares. In relation to all resolutions proposed at the AGM, the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM was 1,957,643,050 shares. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and there were no shares requiring the holders to abstain from voting at the AGM under the Listing Rules.

Tricor Standard Limited, the branch Share Registrar of the Company in Hong Kong, acted as scrutineer for the poll at the AGM.

Shareholders may refer to the circular dated 5 July 2012 for details of the above resolutions passed at the AGM. The circular may be viewed and downloaded from the Company's website at [www.termbray.com.hk](http://www.termbray.com.hk) or the designated website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

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

Hong Kong, 7 September 2012

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

*Executive Directors:*

Mr. Lee Lap (*Chairman*)

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

Madam Leung Lai Ping

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