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TERMBRAY INDUSTRIES INTERNATIONAL (HOLDINGS) LIMITED
添利工業國際（集團）有限公司
(Incorporated in Bermuda with limited liability)
(Stock code: 0093)

**APPOINTMENT OF MEMBERS OF REMUNERATION COMMITTEE AND
NOMINATION COMMITTEE AND
FURTHER EXTENSION OF TIME FOR APPOINTMENT OF AN
INDEPENDENT NON-EXECUTIVE DIRECTOR AND
NON-COMPLIANCE WITH RULES 3.10(1) AND 3.10A**

Reference is made to the previous announcement of Termbay Industries International (Holdings) Limited (the “**Company**”) dated 5 August 2016 (the “**Announcement**”) in relation to extension of time for appointment of an independent non-executive director and non-compliance with Rules 3.10(1), 3.10A and 3.25 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Board is pleased to announce that Mr. Tong Hin Wor, an independent non-executive director of the Company, has been appointed as members of remuneration committee and nomination committee of the Company with effect from 4 November 2016.

Following the said appointment, the number of remuneration committee members increased from two to three, comprising two independent non-executive directors and one executive director, which fulfills the requirement that a remuneration committee must comprise a majority of independent non-executive directors under Rule 3.25 of the Listing Rules; and the number of nomination committee members increased from two to three, comprising two independent non-executive directors and one executive director, which fulfills the requirement under Code Provision A.5.1 of Appendix 14 of the Listing Rules that a nomination committee must comprise a majority of independent non-executive directors.

As stated in the Announcement, the Company would identify a suitable candidate as an independent non-executive director to meet the requirements under Rules 3.10(1) and 3.10A of the Listing Rules. During the past months, the Company has been taking steps to identify a suitable candidate but with no success to-date and hence, additional time is required to finalize the appointment.

It is now expected that the Company will appoint an independent non-executive director to comply with the Rules 3.10(1) and 3.10A of the Listing Rules as soon as practicable and not later than 6 February 2017. Further announcement will be made by the Company as and when appropriate.

For and on behalf of
Termbray Industries International (Holdings) Limited
LO Tai On
Company Secretary

Hong Kong, 4 November 2016

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

Executive Directors:

Mr. Lee Lap (*Chairman*)

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

Mdm. Leung Lai Ping

Mr. Wong Shiu Kee

Independent Non-Executive Directors:

Mr. Lo Yiu Hee

Mr. Tong Hin Wor

Non-Executive Director:

Mr. Lee Ka Sze, Carmelo