



TERMBRAY INDUSTRIES INTERNATIONAL (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

Website: www.termbray.com.hk

(Stock Code: 0093)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 28 DECEMBER 2007

The Directors are pleased to announce that the ordinary resolutions approving (1) the Share Subscription Agreement, (2) the Petro-king PRC Acquisition Agreement, and (3) the Petro-king HK Acquisition Agreement and the transactions and matters contemplated thereunder (including the CN Subscription Agreement and the appointment of Mr. Wang as the executive Director upon completion of the Petro-king HK Acquisition) were duly passed by the independent Shareholders by way of poll at the SGM held on 28 December 2007 as all of the votes were cast in favour of the Ordinary Resolutions (as defined below).

References are made to the announcements of the Company dated 3 September 2007 and 15 October 2007 in relation to, inter alia, the Share Subscription Agreement, the Petro-king PRC Acquisition Agreement and the Petro-king HK Acquisition Agreement and the transactions and matters contemplated thereunder (including the CN Subscription Agreement and the appointment of Mr. Wang as the executive Director upon completion of the Petro-king HK Acquisition) and the circular (“**Circular**”) of the Company dated 12 December 2007. Unless otherwise defined, capitalised terms used herein shall have the meanings ascribed to them in the Circular.

The Directors are pleased to announce that the ordinary resolutions approving (1) the Share Subscription Agreement, (2) the Petro-king PRC Acquisition Agreement, and (3) the Petro-king HK Acquisition Agreement and the transactions and matters contemplated thereunder (including the CN Subscription Agreement and the appointment of Mr. Wang as the executive Director upon completion of the Petro-king HK Acquisition) were duly passed by the independent Shareholders by way of poll at the SGM held on 28 December 2007 as all of the votes were cast in favour of the Ordinary Resolutions (as defined below).

RESULTS OF SGM

The poll results in respect of the ordinary resolutions (“**Ordinary Resolutions**”) (as set out in the notice of the SGM dated 12 December 2007 (“**Notice**”)) proposed at the SGM held on 28 December 2007 were as follows:

Ordinary Resolutions		Number of Shares represented by the votes cast at the SGM (%)		Total Number of Votes
		For	Against	
(1)	To approve the Share Subscription Agreement and the transactions contemplated thereunder	189,531,860 (100%)	0 (0%)	189,531,860
(2)	To approve the Petro-king PRC Acquisition Agreement and the transactions contemplated thereunder	1,286,171,760 (100%)	0 (0%)	1,286,171,760
(3)	To approve the Petro-king HK Acquisition Agreement and the transactions contemplated thereunder	1,286,171,760 (100%)	0 (0%)	1,286,171,760
(4)	To approve the CN Subscription Agreement and the transactions contemplated thereunder	1,286,171,760 (100%)	0 (0%)	1,286,171,760
(5)	To authorize the Directors to take all actions as necessary or desirable for the purpose of or in connection with implementation of the Share Subscription Agreement, the Petro-king PRC Acquisition Agreement, the Petro-king HK Agreement and the CN Subscription Agreement, including the appointment of Mr. Wang as executive Director upon completion of the Petro-king HK Acquisition Agreement	1,286,171,760 (100%)	0 (0%)	1,286,171,760

Please refer to the Notice for full version of the Ordinary Resolutions.

As at the date of the SGM, the issued share capital of the Company was 1,724,643,050 Shares.

The total number of Shares entitling the independent Shareholders to attend and vote for or against the Ordinary Resolution no.1 at the SGM was 704,890,270 Shares, representing 40.87% of the total issued share capital of the Company. As at the date of the SGM, Mr. Lee, who has an interest in the subscription of Subscription Shares, together with his associates hold approximately 59.13% of the Shares, and therefore Mr. Lee and his associates were required to abstain from voting in respect of the Ordinary Resolution no. 1 to approve the Share Subscription Agreement.

As at the date of the SGM, Mr. Wang and his associates did not hold any Share and therefore no Shareholder was required to abstain from voting in respect of the Ordinary Resolutions no. 2 to 5 to approve the Petro-king PRC Acquisition Agreement and the Petro-king HK Acquisition Agreement and the transactions and matters contemplated thereunder (including the CN Subscription Agreement and the appointment of Mr. Wang as the executive Director upon completion of the Petro-king HK Acquisition) at the SGM.

There was no independent Shareholder who was entitled to attend but vote only against the Ordinary Resolutions at the SGM.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Standard Limited, was appointed as scrutineer at the SGM for the purpose of vote-taking.

By order of the Board
Termbray Industries International (Holdings) Limited
Lee Lap
Chairman

Hong Kong, 28 December 2007

As at the date of this announcement, the executive Directors are Mr. Lee Lap, Mdm. Leung Lai Ping, and Mr. Wong Shiu Kee; the non-executive Director is Mr. Lee Ka Sze, Carmelo; and the independent non-executive Directors are Dr. The Hon. Lee Tung Hai, Leo, G.B.M., G.B.S., LL.D., J.P., Mr. Chan Siu Kang and Mr. Lo Yiu Hee.