



# **TERMBRAY INDUSTRIES INTERNATIONAL (HOLDINGS) LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 0093)**

## **CHANGES IN DIRECTORSHIP**

The Board of Directors (the “Board”) of TermbRAY Industries International (Holdings) Limited (the “Company”) is pleased to announce (i) appointment of Mr. Chan Siu Kang and Mr. Lo Yiu Hee as independent non-executive directors of the Company and audit committee members of the Company; and (ii) re-designation of Mr. Lee Ka Sze, Carmelo, an existing independent non-executive director of the Company, as a non-executive director of the Company both with effect from 30th September, 2004.

Mr. Chan Siu Kang, (“Mr. Chan”) aged 68, is a graduate of the National Taiwan University with bachelor’s degree in Electrical Engineering. Mr. Chan has 30 years’ manufacturing and senior management experience in the electronics industry. Among which, he has held 20 years in the general manager and director positions in the printed circuit board manufacturing. Mr. Chan had not held any directorship in any listed public companies in the last three years.

Mr. Lo Yiu Hee, (“Mr. Lo”) aged 46, holds a master’s degree in business administration from the Chinese University of Hong Kong. Mr. Lo is a fellow member of the Hong Kong Institute of Certified Public Accountants and CPA Australia. Mr. Lo has over 20 years of experience in finance and accounting in various listed companies. Mr. Lo is presently the Chief Operating Officer of a garment manufacturer and the Vice President of the CPA Australia, Hong Kong China Division. In the past three years, Mr. Lo was the former executive director of BEP International Holdings Limited, a company listed in Hong Kong. Save as disclosed above, he had not held any directorship in any listed public company in the last three years.

Mr. Lee Ka Sze, Carmelo (“Mr. Lee”), aged 44, has been appointed as director since 1997. He holds a Bachelor of Laws degree from the University of Hong Kong. He is a practicing solicitor and a partner of Woo, Kwan, Lee & Lo, Solicitors & Notaries. As Woo, Kwan, Lee & Lo currently rendered professional services to the Group and receives normal remuneration for the services, Mr. Lee will not be regarded as independent under Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited with effect from 30th September, 2004. Mr. Lee remains as a member of the audit committee of the Company.

Mr. Lee is also a non-executive director of the following public listed companies: Safety Godown Company Limited, Y.T. Realty Group Limited, Hopewell Holdings Limited, China Pharmaceutical Group Limited, The Cross-Harbour (Holdings) Limited and Yugang International Limited. In the past three years, he was a former independent non-executive director of the public listed companies, namely SIIC Medical Science and Technology (Group) Limited, China Everbright International Limited, Yunnan Enterprises Holdings Limited, Pak Fah Yeow International Limited and Tern Properties Company Limited. Save as disclosed above, he had not held any directorship in other public listed company in the last three years.

Save as audit committee members, Mr. Chan, Mr. Lo and Mr. Lee (collectively as “the said Directors”) do not hold any position with the Company and other members of the Company. There is no service contract between the Company and the said Directors. They have no fixed term of service with the Company but will be subject to the retirement and re-election requirements at annual general meeting pursuant to the bye-laws of the Company. There is no agreement on the amount of the remuneration payable to the said Directors. Their remuneration will be reviewed annually by the Board with reference to their duties and responsibilities with the Company, the Company's performance and the prevailing market situation. The said Directors are and were not connected with any other directors, senior management or substantial or controlling shareholders of the Company. As at the date hereof, the said Directors do not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

The Board is not aware of any matters relating to the said changes in directorship that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Chan and Mr. Lo to join the Board.

By Order of the Board  
**LO Tai On**  
Company Secretary

Hong Kong, 4th day of October, 2004.

*As at the date hereof, the Board comprises of three executive directors, namely Mr. LEE Lap, Mdm. LEUNG Lai Ping and Mr. WONG Shiu Kee; one non-executive director, namely Mr. LEE Ka Sze, Carmelo and three independent non-executive directors, namely Mr. Leo LEE Tung Hai, Mr. CHAN Siu Kang and Mr. LO Yiu Hee.*