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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: 00093)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 15 JUNE 2023

Reference is made to the circular of Termbay Industries International (Holdings) Limited (the “**Company**”) dated 27 April 2023 (the “**Circular**”) and the notice of the annual general meeting dated 27 April 2023 (the “**AGM Notice**”). Unless the context otherwise required, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce the poll results in respect of the resolutions put and voted at the annual general meeting (the “**AGM**”) of the Company held on 15 June 2023 as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements together with the directors’ report and the independent auditor’s report for the year ended 31 December 2022.	1,967,262,580 (99.99%)	500 (0.01%)
2.	(i) To re-elect Mr. Chau Hau Shing as an executive director.	1,967,262,580 (99.99%)	500 (0.01%)
	(ii) To re-elect Mr. Shu Wa Tung, Laurence as an independent non-executive director.	1,967,262,580 (99.99%)	500 (0.01%)
	(iii) To re-elect Mr. Wu Wai Pan as an independent non-executive director.	1,967,262,580 (99.99%)	500 (0.01%)
	(iv) To re-elect Ms. Chak Wai Ting as an independent non-executive director.	1,967,262,580 (99.99%)	500 (0.01%)
	(v) To authorise the board of directors to determine the remuneration of directors for the year ending 31 December 2023.	1,967,262,080 (99.99%)	1,000 (0.01%)

* For identification purpose only

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	To re-appoint PricewaterhouseCoopers as auditor and to authorise the board of directors to fix their remuneration.	1,967,262,580 (99.99%)	500 (0.01%)
4.	To give a general mandate to the directors to repurchase shares of the Company (ordinary resolution in item 4 of the AGM Notice)*.	1,967,262,580 (99.99%)	500 (0.01%)
5.	To give a general mandate to the directors to issue new shares of the Company (ordinary resolution in item 5 of the AGM Notice)*.	1,967,262,580 (99.99%)	500 (0.01%)
6.	To extend the general mandate to be given to the directors to issue shares of the Company (ordinary resolution in item 6 of the AGM Notice)*.	1,967,262,080 (99.99%)	1,000 (0.01%)
Special Resolution			
7.	To approve and adopt the new bye-laws of the Company (special resolution in item 7 of the AGM Notice)*.	1,967,262,580 (99.99%)	500 (0.01%)

* Full text of the resolutions are set out in the AGM Notice.

As more than 50% of the votes were cast in favour of each of the above resolutions no.1 to no.6, all the above resolutions no.1 to no.6 were duly passed as ordinary resolutions at the AGM and as not less than 75% of the votes were cast in favour of the above resolution no.7, the above resolution no.7 was duly passed as a special resolution at the AGM.

Shareholders may refer to the Circular 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 or the designated website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 2,667,643,050 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 2,667,643,050 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.

The following Directors attended the AGM either in person or by electronic means:

Mr. Lee Lap
Mr. Tommy Lee
Mr. Chau Hau Shing
Mr. Shu Wa Tung, Laurence
Mr. Wu Wai Pan
Ms. Chak Wai Ting

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

Hong Kong, 15 June 2023

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

Executive Directors:

Mr. Lee Lap (*Chairman*)
Mr. Tommy Lee (*Vice Chairman & Chief Executive Officer*)
Mr. Chau Hau Shing

Independent Non-Executive Directors:

Mr. Shu Wa Tung, Laurence
Mr. Wu Wai Pan
Ms. Chak Wai Ting