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## **TONLY ELECTRONICS HOLDINGS LIMITED**

**通力電子控股有限公司**

(the “Company”)

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 01249)**

### **CLARIFICATION ANNOUNCEMENT**

Reference is made to (i) the circular (the “**Circular**”) of the Company dated 19 April 2017 in relation to, among other things, re-election of the directors of the Company; and (ii) the 2016 Annual Report (the “**Annual Report**”) of the Company published by the Company on the even date. Unless otherwise stated, capitalised terms shall have the same meanings as defined in the Circular.

The Company has noted an inadvertent typographical error in the English version of the Circular and the Chinese and English version of the Annual Report in which the disclosure of other interests of Mr. LIAO Qian, a director of the Company, in an associated corporation TCL Multimedia Technology Holdings Limited pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) was mistakenly stated as 22,796 instead of 22,769, and the Company hereby clarifies as follows.

In respect of the Circular, the Company wishes to clarify that the second last paragraph on page 12 of the Circular under the section headed “Appendix II Details of Directors Standing For Election/Re-election” should read as follows, with the change bolded and underlined for easy reference:

“As at the Latest Practicable Date, Mr. LIAO held:

- (1) 4,305 Shares, 8,611 unvested restricted Shares and options to subscribe for 347,649 Shares of the Company; and
- (2) 20,390 shares, 22,769 unvested restricted shares and options to subscribe for 118,739 shares of TCL Multimedia.”

In respect of the Annual Report, the Company wishes to clarify that the table titled “Interests in Associated Corporation of the Company – Long Positions: TCL Multimedia” on page 58 of the English and Chinese version of the Annual Report under the section headed “Report of the Directors”(董事會報告) should respectively read as follows, with the change bolded and underlined for easy reference:

Name of Director	Personal interests	Number of ordinary shares held Family/ Corporate Interests	Other Interests	Number of underlying shares held under equity derivation	Total	Appropriate percentage of issued share capital of TCL Multimedia
LEONG Yue Wing	494,672	–	–	–	494,672	0.03
LIAO Qian	20,390	–	<b>22,769</b>	118,739	161,898	0.009
董事姓名	個人權益	所持普通股數目 家族/公司權益	其他權益	根據股本衍生工具持有之相關股份數目	總計	佔TCL多媒體已發行股本之概約百分比
梁耀榮	494,672	–	–	–	494,672	0.03
廖騫	20,390	–	<b>22,769</b>	118,739	161,898	0.009

Save as disclosed above, the Board confirms that all information in the Circular and the Annual Report remains unchanged. For the avoidance of doubt, there is no change in the information in the Chinese version of the circular of the Company dated 19 April 2017 in relation to, among other things, re-election of the directors of the Company. This clarification announcement is supplemental to and should be read in conjunction with the AGM Notice, AGM Circular and Proxy Form, and in that connection the existing English and Chinese versions of the AGM notice and form of proxy for the AGM in the form as they are now will continue to be valid.

On behalf of the Board  
**LIAO Qian**  
*Chairman*

Hong Kong, 12 May 2017

*As at the date of this announcement, the Board comprises YU Guanghui, SONG Yonghong and REN Xuenong as executive directors, LIAO Qian (Chairman) as non-executive director and POON Chiu Kwok, LI Qi and LEONG Yue Wing as independent non-executive directors.*