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Trony Solar Holdings Company Limited

創益太陽能控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(stock code: 2468)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
CHAIRMAN OF THE AUDIT COMMITTEE, AND
MEMBER OF THE REMUNERATION COMMITTEE,
THE NOMINATION COMMITTEE AND
THE INDEPENDENT REVIEW COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of Trony Solar Holdings Company Limited (the “**Company**”) announces that with effect from 19 August 2016:-

- (1) Mr. Hu Bing (“**Mr. Hu**”) resigned as an independent non-executive Director due to the increased commitment on his own business and also ceased to be the chairman of the audit committee (the “**Audit Committee**”), and member of each of the remuneration committee (the “**Remuneration Committee**”), the nomination committee (the “**Nomination Committee**”) and the Independent Review Committee (the “**Independent Review Committee**”) of the Company; and
- (2) Mr. Fu Wah Sun (“**Mr. Fu**”) was appointed as an independent non-executive Director and was also appointed as the chairman of the Audit Committee, and a member of each of the Remuneration Committee, the Nomination Committee and the Independent Review Committee.

Mr. Hu confirmed that he has no disagreement with the Board or the Company and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Biographical information of Mr. Fu

Mr. Fu, aged 65, was a former qualified professional accountant registrable with Association of Chartered Certified Accountants (ACCA) and Hong Kong Institute of Certified Public Accountants (HKICPA). He is an associate member of Hong Kong Institute of Chartered Secretaries (HKICS). He was the deputy director of Finance and Business Support Department of CLP Group. During his 38 years with CLP Group, he was involved in the formulation of financial policies, strategies and planning of the group, consolidated financial reporting, financial budgeting and control, review and monitor of the control law (which was signed with the Hong Kong Government), project financing, group taxation matter, preparation of results announcement and merger and acquisition announcement in compliance with the listing rules of Hong Kong and the United States of America, internal control and business progress control, as well as system development etc..

Mr. Fu has signed an appointment letter issued by the Company on 19 August 2016 for an initial term of three years commencing from 19 August 2016, which is automatically renewable for a term of three years upon the expiry of the said term until termination according to the terms of the appointment letter. He is subject to retirement at the next following annual general meeting after his appointment and thereafter subject to retirement by rotation at least once every three years in accordance with the Articles of Association of the Company. Mr. Fu is entitled to a director's remuneration of US\$20,000 per annum and an emolument for acting as a member of the Independent Review Committee of US\$10,000 per annum, which is determined by the Board with reference to the duties and responsibilities of Mr. Fu and the prevailing market conditions.

As at the date of this announcement, to the best knowledge of the Board and except as stated above, (i) Mr. Fu has not held any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas during the latest three years, (ii) Mr. Fu has not held any other positions in the Company and other members of the Group, and (iii) Mr. Fu does not have any relationship with any Director, senior management or substantial or controlling Shareholder (as defined in the Rules Governing the Listing of Securities on the Stock Exchange).

As at the date of this announcement, Mr. Fu does not have, and is not deemed to have any interest or short positions in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, neither there is any further information required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange nor there is any other matter relating to the appointment of Mr. Fu that needs to be brought to the attention of the shareholders of the Company.

The Board would like to extend its appreciation to Mr. Hu for his valuable contribution during his tenure of office in the Company, and would also like to express its welcome to Mr. Fu for joining the Board.

GENERAL

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended from 9:00 a.m. on 21 June 2012 and will remain suspended until further notice.

By Order of the Board
Trony Solar Holdings Company Limited
Li Yi
Chairman

Hong Kong, 19 August 2016

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Li Yi (Chairman and Chief Executive Officer) and Ms. Yu Ying, and four independent non-executive Directors, namely Mr. Cai Zhipeng, Mr. Zhang Xuehu, Ms. Chow Wai Fong and Mr. Fu Wah Sun.