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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)**

### **PROPOSED ADOPTION OF THE NEW BYE-LAWS**

The board (the “**Board**”) of directors (the “**Directors**”) of Termbay Industries International (Holdings) Limited (the “**Company**”) proposes to make certain amendments to the existing bye-laws of the Company (the “**Existing Bye-laws**”) in order to (i) conform to the core shareholder protection standards set out in Appendix 3 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”); (ii) allow general meetings to be held as a hybrid meeting or an electronic meeting where shareholders of the Company (the “**Shareholders**”) may attend by electronic means in addition to as a physical meeting where Shareholders attend in person; (iii) bring the Existing Bye-laws in line with the relevant requirements of the Listing Rules and the applicable laws of Bermuda; and (iv) to make some other housekeeping amendments, including consequential amendments in line with the above amendments to the Existing Bye-laws.

The Board proposes to adopt a new set of bye-laws (the “**New Bye-laws**”) in substitution for, and to the exclusion of, the Existing Bye-laws by way of a special resolution to be approved by the Shareholders at the forthcoming annual general meeting of the Company to be held on 15 June 2023 (the “**AGM**”).

The proposed adoption of the New Bye-laws is subject to the approval of the Shareholders by way of a special resolution to be proposed at the AGM. A circular containing, among other things, particulars relating to the proposed amendments to the Existing Bye-laws brought about by the adoption of the New Bye-laws together with a notice convening the AGM will be despatched to the Shareholders in due course.

By Order of the Board  
**Termbay Industries International (Holdings) Limited**  
**Lee Lap**  
*Chairman*

Hong Kong, 27 April 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