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天津發展控股有限公司  
TIANJIN DEVELOPMENT HOLDINGS LIMITED

*(Incorporated in Hong Kong with limited liability under the Companies Ordinance)*

**(Stock Code: 882)**

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board is pleased to announce that Mr. Wong Shiu Hoi, Peter and Dr. Loke Yu have been appointed as independent non-executive directors as well as members of audit committee of the Company with effect from 21 December 2012.

The board of directors (the “**Board**”) of Tianjin Development Holdings Limited (the “**Company**”) is pleased to announce that Mr. Wong Shiu Hoi, Peter and Dr. Loke Yu have been appointed as independent non-executive directors as well as members of audit committee of the Company with effect from 21 December 2012.

**Mr. Wong Shiu Hoi, Peter**, aged 71, holds a Master of Business Administration Degree from the University of East Asia, Macau (now known as the University of Macau). Mr. Wong possesses over 40 years of experience in the financial services industry. He is currently an overseas business advisor of Haitong Securities Company Limited, the immediate past chairman and council member of The Hong Kong Institute of Directors as well as a director of the Hong Kong Securities Institute. He is also an independent non-executive director of High Fashion International Limited (Stock Code: 608), a company whose shares are listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). Mr. Wong was an executive director, deputy chairman and chief executive of Haitong International Securities Group Limited (Stock Code: 665) until 29 April 2011 and was an independent non-executive director of Theme International Holdings Limited (Stock Code: 990) until 26 November 2009, all of these companies are listed on the Stock Exchange.

Save as disclosed above, Mr. Wong has no relationship with any other directors, senior management or substantial or controlling shareholders of the Company. He has not held any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. As at the date of this announcement, Mr. Wong does not have any interests in the Company’s shares within the meaning of Part XV of the Securities and Futures Ordinance (the “**SFO**”) nor does he hold any positions with other members of the Company and its subsidiaries.

Mr. Wong has entered into a letter of appointment with the Company for a term of three years commencing from 21 December 2012 unless terminated by one month's notice in writing served by either party prior to the expiry of the term. Under the letter of appointment, Mr. Wong is entitled to receive a director's fee of HK\$381,600 per annum and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company. The director's fee of Mr. Wong was determined by the Board and the remuneration committee of the Company with reference to the prevailing market conditions, qualification, experience and responsibility of Mr. Wong.

Save as disclosed above, there are no other matters which need to be brought to the attention of the shareholders of the Company regarding the appointment of Mr. Wong or any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**").

**Dr. Loke Yu, alias Loke Hoi Lam**, aged 63, holds a Master of Business Administration Degree from the Universiti Teknologi Malaysia and a Doctor of Business Administration Degree from University of South Australia. Dr. Loke is a Fellow member of The Institute of Chartered Accountants in England and Wales, Hong Kong Institute of Certified Public Accountants and The Hong Kong Institute of Directors. He is also an Associate member of The Hong Kong Institute of Chartered Secretaries. He has over 37 years of experience in accounting and auditing for private and public companies, financial consultancy and corporate management. Dr. Loke is currently the company secretary of Minth Group Limited (Stock Code: 425) and serves as an independent non-executive director of Matrix Holdings Limited (Stock Code: 1005), VODone Limited (Stock Code: 82), Bio-Dynamic Group Limited (Stock Code: 39), China Fire Safety Enterprise Group Limited (Stock Code: 445), Winfair Investment Company Limited (Stock Code: 287), SCUD Group Limited (Stock Code: 1399), Zhong An Real Estate Limited (Stock Code: 672) and Chiho-Tiande Group Limited (Stock Code: 976), all of these companies are listed on the Stock Exchange.

Save as disclosed above, Dr. Loke has no relationship with any other directors, senior management or substantial or controlling shareholders of the Company. He has not held any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. As at the date of this announcement, Dr. Loke does not have any interests in the Company's shares within the meaning of Part XV of the SFO nor does he hold any positions with other members of the Company and its subsidiaries.

Dr. Loke has entered into a letter of appointment with the Company for a term of three years commencing from 21 December 2012 unless terminated by one month's notice in writing served by either party prior to the expiry of the term. Under the letter of appointment, Dr. Loke is entitled to receive a director's fee of HK\$381,600 per annum and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company. The director's fee of Dr. Loke was determined by the Board and the remuneration committee of the Company with reference to the prevailing market conditions, qualification, experience and responsibility of Dr. Loke.

Save as disclosed above, there are no other matters which need to be brought to the attention of the shareholders of the Company regarding the appointment of Dr. Loke or any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

The Board would like to express its warmest welcome to Mr. Wong and Dr. Loke.

By Order of the Board  
**Tianjin Development Holdings Limited**  
**Yu Rumin**  
*Chairman*

Hong Kong, 21 December 2012

*As at the date of this announcement, the Board of the Company consists of Mr. Yu Rumin, Mr. Wu Xuemin, Mr. Dai Yan, Mr. Bai Zhisheng, Mr. Zhang Wenli, Mr. Wang Zhiyong, Dr. Wang Weidong, Mr. Cheung Wing Yui, Edward\*, Dr. Chan Ching Har, Eliza\*, Dr. Cheng Hon Kwan\*\*, Mr. Mak Kwai Wing, Alexander\*\*, Ms. Ng Yi Kum, Estella\*\*, Mr. Wong Shiu Hoi, Peter\*\* and Dr. Loke Yu\*\*.*

\* *non-executive director*

\*\* *independent non-executive director*