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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)*

**(Stock Code: 882)**

**RETIREMENT OF CHAIRMAN AND EXECUTIVE DIRECTOR,  
CHANGE IN COMPOSITION OF NOMINATION COMMITTEE  
AND REMUNERATION COMMITTEE  
AND  
CHANGE OF AUTHORISED REPRESENTATIVE**

The Board announces the following changes with effect from 31 July 2018:

1. Mr. Zeng Xiaoping has retired as Chairman and Executive Director of the Company and ceased to be the Chairman of the nomination committee, member of the remuneration committee and authorised representative of the Company; and
2. Mr. Wang Zhiyong has been appointed as a member of the remuneration committee and an authorised representative of the Company.

The board of directors (the “**Board**”) of Tianjin Development Holdings Limited (the “**Company**”) announces that Mr. Zeng Xiaoping has retired as Chairman and Executive Director of the Company with effect from 31 July 2018 as he has reached the retirement age. Upon his retirement from the Board, Mr. Zeng also ceased to be the Chairman of the nomination committee, member of the remuneration committee and authorised representative of the Company as required under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Mr. Zeng confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company.

The Board further announces that Mr. Wang Zhiyong, Executive Director and General Manager of the Company, has been appointed as a member of the remuneration committee and an authorised representative of the Company as required under Rule 3.05 of the Listing Rules with effect from 31 July 2018.

Following the retirement of Mr. Zeng, the roles of the Chairman of the Board and the Chairman of the nomination committee are outstanding, which constitute deviations from Code Provision A.2 and A.5.1 of the Corporate Governance Code as set out in Appendix 14 of the Listing Rules. Further announcement will be made by the Company in relation to such appointments as and when appropriate.

The Board would like to express its most sincere gratitude to Mr. Zeng for his leadership and invaluable contributions to the Company during his tenure of office.

By Order of the Board  
**Tianjin Development Holdings Limited**  
**Wang Zhiyong**  
*Executive Director & General Manager*

Hong Kong, 31 July 2018

*As at the date of this announcement, the Board of the Company consists of Mr. Wang Zhiyong, Dr. Cui Di, Dr. Yang Chuan, 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*