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天津发展控股有限公司

TIANJIN DEVELOPMENT HOLDINGS LIMITED

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

(Stock code: 882)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
MEMBER OF THE AUDIT COMMITTEE**

(2) APPOINTMENT OF NON-EXECUTIVE DIRECTOR

(3) APPOINTMENT OF EXECUTIVE DIRECTOR

**(4) APPOINTMENT OF CHIEF FINANCIAL OFFICER, COMPANY SECRETARY
AND AUTHORISED REPRESENTATIVE**

The Board of the Company is pleased to announce that:-

- (i) Mr. MAK Kwai Wing has been appointed as independent non-executive director and member of the audit committee of the Company with effect from 27 October 2009;
- (ii) Dr. Eliza C.H. CHAN has been appointed as non-executive director of the Company with effect from 27 October 2009;
- (iii) Mr. WANG Zhiyong has been appointed as executive director of the Company with effect from 27 October 2009; and
- (iv) Mr. TUEN Kong, Simon has been appointed as the chief financial officer, company secretary and authorised representative of the Company with effect from 27 October 2009.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
MEMBER OF THE AUDIT COMMITTEE**

Reference is made to the announcement of Tianjin Development Holdings Limited (the “**Company**”) dated 3 August 2009 in relation to the resignation of an independent non-executive director and a member of the audit committee of the Company and non-compliance of the Rules 3.10(1) and 3.21 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board of directors (the “**Board**”) of the Company is pleased to announce that Mr. MAK Kwai Wing (“**Mr. Mak**”) has been appointed as independent non-executive director as well as a member of audit committee of the Company with effect from 27 October 2009 to fill the vacancies.

Mr. MAK Kwai Wing, BSoc.Sc., ATiHK, ASA, aged 59, graduated from The University of Hong Kong with a degree of Bachelor of Social Science. Mr. Mak is an associate member of the Australian Society of Certified Practising Accountants and The Taxation Institute of Hong Kong. Mr. Mak has over 31 years of experience in the taxation field. He has extensive experience in Hong Kong corporate and individual tax planning and has assisted a vast number of clients in South East Asia in developing effective tax strategies to minimize their tax exposure in the region.

As an expert in Hong Kong, United States and international taxation, Mr. Mak is frequently invited to speak at tax seminars organized by various professional associations and educational institutions. He is a frequent contributing author to various local and international newspapers and professional journals. Mr. Mak was formerly an assessor with the Inland Revenue Department. In July 2006, he joined Mazars Tax Services Limited as an executive director and then became its managing director in January 2008. Before joining Mazars Tax Services Limited, Mr. Mak was a Tax Principal in Ernst & Young and took an early retirement in January 2004 to pursue his governorship of Rotary International District 3450 and also his own consulting business.

Currently, Mr. Mak is a treasurer of H5N1 Concern Group; a member of Hong Kong Professional Consultants Association, Taxation Committee of Hong Kong Institute of Certified Public Accountants and School Management Committee of Hotung Secondary School. Previously, Mr. Mak had served as the president of The Taxation Institute of Hong Kong; the vice chairman of Steering Committee of Hong Kong Network of Virtual Enterprises; the governor of Rotary International District 3450; the chairman of Practice Firm Steering Committee of Hong Kong Institute of Vocational Education (Tsing Yi) and District Rotary Foundation Committee of Rotary International District 3450; a treasurer of The Hong Kong Road Safety Association and Senior Citizen Home Safety Association; a member of the Road Safety Council, Joint Liaison Committee on Taxation, Hospital Authority Public Complaints Committee, Hospital Governing Committee of Hong Kong Eye Hospital and Kowloon Hospital; and a part-time member of Hong Kong Government’s Central Policy Unit.

From September 2004 to December 2006, Mr. Mak served as an independent non-executive director in Dynamic Holdings Limited (a company the shares of which are currently listed on the Main Board of the Stock Exchange). On 5 June 2009, Mr. Mak has also been appointed as an independent non-executive director of Hsin Chong Construction Holdings Limited, a company the shares of which are also currently listed on the Main Board of the Stock Exchange.

Mr. Mak has entered into a letter of appointment with the Company for a term of three years with effect from 27 October 2009 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. Mak 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. Mak was determined by the Board with reference to the prevailing market conditions.

At the date of this announcement, Mr. Mak has no relationship with any other directors, senior management or substantial or controlling shareholders of the Company. Save as disclosed above, Mr. Mak 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. Mr. Mak does not have any interests in the Company's shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong, the "SFO") nor does he hold any positions with other members of the Company and its subsidiaries (the "Group").

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. Mak or any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

Following the appointment of Mr. Mak as an independent non-executive director as well as a member of the audit committee, the Company has complied with the requirement of a minimum number of independent non-executive directors and audit committee members under Rules 3.10(1) and 3.21 of the Listing Rules.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board of the Company is also pleased to announce that Dr. Eliza C.H. CHAN ("Dr. Chan") has been appointed as non-executive director of the Company with effect from 27 October 2009.

Dr. Eliza C.H. CHAN, BBS, JP, LL.D.(Hon), aged 53, is the Senior Partner of Jewkes Chan & Partners, Solicitors. She is a solicitor admitted in Canada (British Columbia), England and Wales and Hong Kong. Dr. Chan holds a Diploma in PRC Law and is an Attesting Officer appointed by the Ministry of Justice of the PRC. Dr. Chan is a Member of the National Committee of the Chinese People's Political Consultative Conference (CPPCC), a Standing Member of the CPPCC Tianjin Committee, and the Vice-chairman of the Hong Kong CPPCC (Provincial) Members Association. She is the Foreign Economic Affairs Legal Counsel to the Tianjin Municipal Government, an arbitrator of The China International Economic and Trade Commission (CIETAC) and the legal advisor to the Hong Kong Chinese Enterprise Association.

Dr. Chan currently holds and has held a number of Hong Kong Government appointments, notably as a member of the Board of Hospital Authority, member of the Board of Education, member of Hong Kong Examinations and Assessment Authority, member of Hong Kong Public Service Commission, Chairman of Kowloon Hospital, Chairman of Hong Kong Eye Hospital, Chairman of Pension Appeals Board, member of the Hong Kong Medical Council, member of Administration Appeals Board, Disciplinary Panel Member of the Hong Kong Institute of Certified Public Accountants and an adjudicator of the Hong Kong Immigration Tribunal. She also serves as a Council Member of The Hong Kong University of Science and Technology and a Board member of the Hong Kong Science and Technology Park Corporation. She is also a non-executive director of China Aerospace International Holdings Ltd. (a company the shares of which are currently listed on the Main Board of the Stock Exchange).

Dr. Chan is the Chairman of The University of Victoria Foundation (Hong Kong) Limited and was the vice Chairman of the Tsinghua Legal Education Foundation. She was formerly the Chairman and President of The Canadian Chamber of Commerce in Hong Kong and remains a member of the Board of Governors.

Dr. Chan has entered into a letter of appointment with the Company for a term of three years with effect from 27 October 2009 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. Chan is entitled to receive a director's fee of HK\$318,000 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. Chan was determined by the Board with reference to the prevailing market conditions.

As at the date of this announcement, Dr. Chan has no relationship with any other directors, senior management or substantial or controlling shareholders of the Company. Save as disclosed above, she 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. She does not have any interests in the Company's shares within the meaning of Part XV of the SFO nor does she hold any positions with other members of the Group.

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. Chan or any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board of the Company is also pleased to announce that Mr. WANG Zhiyong (“**Mr. Wang**”) has been appointed as executive director of the Company with effect from 27 October 2009.

Mr. WANG Zhiyong, aged 37, is currently the general manager of 津聯集團天津資產管理有限公司 (Tsinlien Group Tianjin Asset Management Company Limited) (“**Tsinlien Group Tianjin Asset**”). He was formerly the deputy general manager and the manager of the Finance Department of Tsinlien Group Tianjin Asset. Prior to joining Tsinlien Group Tianjin Asset in 1998, he was the Head of Operations of the International Department of 北方國際信託投資有限公司 (Bei Fang International Trust and Investment Company Limited).

Mr. Wang graduated from Nankai University in 1994 with a Bachelor's Degree of International Finance. Mr. Wang passed the examination for On-the-job Postgraduate Master's Programme for Currency and Banking of Nankai University in 2000. Mr. Wang also obtained a Master's Degree in Global Economy from Nankai University in 2009.

In 2006, Mr. Wang was awarded the title of Outstanding Section Cadre Leader of Work Committee of Developing Area and Bonded Area. Tsinlien Group Tianjin Asset was also awarded the titles of Civilized Unit at Municipal Level as well as Outstanding Section Leaders of Developing Area and Bonded Area.

There is no service contract entered into between the Company and Mr. Wang. He has no fixed term of service with the Company in his capacity as a director of the Company but he 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 emolument of Mr. Wang will be determined by the Board and the remuneration committee of the Company with reference to the prevailing market condition, performance, qualification and experience of Mr. Wang.

At the date of this announcement, Mr. Wang has no relationship with any other directors, senior management or substantial or controlling shareholders of the Company, except that he is the general manager of Tsinlien Group Tianjin Asset, a wholly owned subsidiary of Tsinlien Group Company Limited (“**Tsinlien Group**”) (the controlling shareholder of the Company) as well as the assistant to the general manager of Tsinlien Group. Mr. Wang 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. Mr. Wang does not have any interests in the Company’s shares within the meaning of Part XV of the SFO. Mr. Wang does not hold any positions with other members of the Group, except that he is the deputy general manager of Tianjin Development Assets Management Co., Ltd., a wholly owned subsidiary of the Company.

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. Wang or any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

APPOINTMENT OF CHIEF FINANCIAL OFFICER, COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The Board of the Company is pleased to announce that Mr. TUEN Kong, Simon (“**Mr. Tuen**”) has been appointed as chief financial officer, company secretary and authorised representative of the Company with effect from 27 October 2009.

Mr. Tuen Kong, Simon, aged 46, graduated from the Hong Kong Polytechnic University with a Master Degree in Business Management. Before joining the Company, he had held various positions in a number of listed companies and is experienced in corporate financial and treasury management. Starting with Ernst & Young in 1989 and then Deloitte Touche Tohmatsu in 1991 as a Tax Consultant, he, afterwards, spent 10 years in corporate banking, direct investment, merger and acquisition, investor relations, compliance and related company secretary work and held positions as Vice President and Director of Finance and Treasury. From 2001 to 2006, he held a position of Deputy General Manager of the Company. Prior to re-joining the Company in October 2009, he worked as a Consultant for China investment with MTR Corporation Limited.

The Board would like to express its warmest welcome to Mr. Mak, Dr. Chan, Mr. Wang and Mr. Tuen.

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

Hong Kong, 27 October 2009

As at the date of this announcement, the Board consists of Mr. Yu Rumin, Mr. Wu Xuemin, Mr. Dai Yan, Mr. Zheng Daoquan, Dr. Wang Jiandong, Mr. Bai Zhisheng, Mr. Zhang Wenli, Mr. Sun Zengyin, Dr. Gong Jing and Mr. Wang Zhiyong as executive directors; Mr. Cheung Wing Yui and Dr. Eliza CH Chan as non-executive directors; and Mr. Kwong Che Keung, Gordon, Dr. Cheng Hon Kwan and Mr. Mak Kwai Wing as independent non-executive directors.