



TCL INTERNATIONAL HOLDINGS LIMITED

(TCL 國際 控 股 有 限 公 司)

(the “Company”)

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1070)

ANNOUNCEMENT CHANGES IN DIRECTORSHIPS

The board of directors (the “Board”) of the Company is pleased to announce that Mr. Tang Guliang and Mr. Wang Bing were appointed as independent non-executive directors of the Company and Mr. Albert T. da Rosa, Jr. was re-designated as non-executive director of the Company, effective from 30 September 2004.

Mr. Tang Guliang and Mr. Wang Bing were appointed as independent non-executive directors of the Company effective from 30 September 2004.

Mr. Tang Guliang, aged 43, is a certified public accountant in the PRC and a member of the 中國註冊會計師協會考試委員會專家組成員 (Examination Committee of the Association of the Registered Accountants of PRC). Mr. Tang is the dean and a professor of the Faculty of Accountancy of Beijing Industrial and Commerce University (北京工商大學). Mr. Tang is a director of 江蘇吳中實業股份有限公司 (Jiangsu Wu Zhong Shi Ye Company Limited), 上海申華控股股份有限公司 (Shanghai Shen Hua Holdings Limited) and 中國天地衛星股份有限公司 (China Tian Di Wei Xing Company Limited), listed companies in the PRC.

Mr. Wang Bing, aged 36, graduated from China Europe International Business School (中歐國際工商學院) with a master degree in business administration. Mr. Wang has over ten years of experience in investment and assets management and is the managing director of 鼎天資產管理有限公司 (Dingtian Assets Management Co. Ltd.) of the PRC and a director of 上海聯華合纖股份有限公司 (Shanghai Lian Hua He Xian Company Limited), a listed company in the PRC.

The Company has not entered into any service contract with Mr. Tang or Mr. Wang. Mr. Tang and Mr. Wang will hold their respective office until the conclusion of the next annual general meeting of the Company. Each of Mr. Tang and Mr. Wang is entitled to receive an annual director’s fee of HK\$120,000 but is not entitled to any bonus. The emolument of Mr. Tang and Mr. Wang is determined by the Board with reference to their respective qualification, experience, responsibilities to be undertaken, and the prevailing market level of remuneration of similar position.

Neither Mr. Tang nor Mr. Wang has any interest in the shares of the Company which is required to be disclosed under Part XV of the Securities and Futures Ordinance or any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

The Board would like to welcome Mr. Tang and Mr. Wang to the Board.

Mr. Albert T. da Rosa, Jr. was re-designated as non-executive director of the Company effective from 30 September 2004.

Mr. Albert T. da Rosa, Jr., aged 50, has been an independent non-executive director of the Group since 1999. He graduated from the University of Hong Kong with Bachelor's Degree in laws and also obtained a Master's Degree in laws from the same university. He has been qualified as a solicitor in Hong Kong since 1980. He is a practicing solicitor in Hong Kong and a partner of Messrs. Cheung, Tong & Rosa, Solicitors, Hong Kong. He is also a fellow of the Chartered Institute of Arbitrators and a member of the Hong Kong Securities Institute. He is currently an independent non-executive director of Hong Kong Construction (Holdings) Limited and the company secretary of Y. T. Realty Group Limited and Yugang International Limited which are companies listed on The Stock Exchange of Hong Kong Limited. Within 3 years from the date of this announcement, he had been an independent non-executive director of Oriental Explorer Holdings Limited, a company listed on The Stock Exchange of Hong Kong Limited. He also serves as a member of the Solicitors Disciplinary Tribunal Panel and as a member of the Academic and Accreditation Advisory Committee of the Securities and Futures Commission.

The Company has not entered into any service contract with Mr. da Rosa. He will hold the office until the conclusion of the next annual general meeting of the Company. He is entitled to receive an annual director's fee of HK\$120,000 but is not entitled to any bonus. The emolument of Mr. da Rosa is determined by the Board with reference to his qualification, experience, responsibilities to be undertaken, and the prevailing market level of remuneration of similar position.

Mr. da Rosa does not have any interest in the shares of the Company which is required to be disclosed under Part XV of the Securities and Futures Ordinance or any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

As at the date hereof, the Board comprises Li Dong Sheng, Lu Zhong Li, Hu Qiu Sheng, Yan Yong, Suen Hay Wai and Zhao Zhong Yao as executive directors and Hon Fong Ming and Albert Thomas da Rosa, Junior as independent non-executive directors.

On behalf of the Board
Li Dong Sheng
Chairman

Hong Kong, 28 September 2004

Please also refer to the published version of this announcement in the (South China Morning Post)