

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

Theme

THEME INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 990)

APPOINTMENT OF EXECUTIVE DIRECTOR AND NON - EXECUTIVE DIRECTOR

The Board hereby announces the following appointment of Directors with effect from 1 October 2016:

- (1) Mr. Wu Lei was appointed as an executive director; and
- (2) Ms. Chen Jing was appointed as a non-executive director.

The board (the “**Board**”) of directors (the “**Director(s)**”) of Theme International Holdings Limited (the “**Company**”, together with its subsidiaries, collectively referred to as the “**Group**”) announces the appointment of Mr. Wu Lei (“**Mr. Wu**”) as an executive Director and Ms. Chen Jing (“**Ms. Chen**”) as a non-executive Director with effect from 1 October 2016.

The biographical details of Mr. Wu and Ms. Chen are set out below:

Mr. Wu

Mr. Wu, aged 29, holds a Bachelor of Business Administration (Accountancy) with Honours from The National University of Singapore and has more than 5 years of experiences in accountancy and commodities trading and hedging. Mr. Wu used to work in one of the big four international accounting firms. Before joining the Company, Mr. Wu was a trader of an international commodity house, where he gained ample experience in commodity trading, futures trading, international hedging and financial management.

The Company had on 30 September 2016 entered into a service agreement with Mr. Wu in relation to his appointment as an executive Director commencing on 1 October 2016, which is determinable by either party serving on the other not less than 1 month written notice, subject to retirement by rotation and re-election in accordance with the Bye-laws of the Company (“**Bye-laws**”) and the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (“**Listing Rules**”). He has no fixed term of service with the Company. Pursuant to the Bye-laws, Mr. Wu will hold office until the next annual general meeting of the Company and will be eligible for re-election at such meeting.

Mr. Wu is entitled to a monthly remuneration of HK\$90,000, which was determined with reference to the prevailing market conditions and his experiences and responsibilities in the Group. He will also be entitled to receive discretionary bonus which may be granted by reference to the Group's results and performance for the financial year concerned and his performance, roles and responsibilities..

Remuneration of Mr. Wu is determined by the remuneration committee of the Company from time to time with reference to the remuneration policy of the Company with reference to his background, performance, duties and responsibilities with the Company and the prevailing market situation. Mr. Wu is not appointed for any specified length of service, but the directorship of Mr. Wu with the Company will be subject to rotation requirements and re-election pursuant to the Bye-laws.

Mr. Wu is currently the director of Swift Win Holdings Limited, a wholly-owned subsidiary of the Company.

Save as disclosed in this announcement, as at the date of this announcement, Mr. Wu does not:

- (1) have any relationship with any other director, senior management or substantial or controlling shareholder of the Company or its subsidiaries (as defined by the Listing Rules);
- (2) have any interest or is not deemed to have any interest or short position in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the laws of Hong Kong; and
- (3) hold any directorship in the last three years in any other public company, the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed in this announcement, Mr. Wu has confirmed that there is no information required to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company in relation to his appointment.

Ms. Chen

Ms. Chen, aged 37, obtained her Bachelor degree in English Language and Literature from Xiamen University in the People's Republic of China and Master degree in Law from Shandong University in the People's Republic of China. Ms. Chen has over 10 years of experiences in the trading of metallurgical bulk commodities, seaborne logistics operations and risk management. She is currently the Deputy General Manager of a bulk commodities e-commerce platform company.

Ms. Chen has entered into an appointment letter with the Company in relation to her appointment as a non-executive Director for a term of one year commencing from 1 October 2016 unless terminated by at least one month's written notice served by either party at any time during the then existing term, subject to retirement by rotation and re-election in accordance with the Bye-laws and the Listing Rules. Pursuant to the Bye-laws, Ms. Chen will hold office until the next annual general meeting of the Company and will be eligible for re-election at such meeting.

Ms. Chen is entitled to a monthly director's fee of HK\$20,000, which was determined with reference to the prevailing market conditions and her experiences and responsibilities in the Group. She will also be entitled to receive discretionary bonus which may be granted by reference to the Group's results and performance for the financial year concerned and her performance, roles and responsibilities.

Remuneration of Ms. Chen is determined by the remuneration committee of the Company from time to time with reference to the remuneration policy of the Company with reference to her background, performance, duties and responsibilities with the Company and the prevailing market situation.

Save as disclosed in this announcement, as at the date of this announcement, Ms. Chen does not:

- (1) have any relationship with any other director, senior management or substantial or controlling shareholder of the Company or its subsidiaries (as defined by the Listing Rules);
- (2) have any interest or is not deemed to have any interest or short position in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the laws of Hong Kong; and
- (3) hold any other position with the Company or any of its subsidiaries and did not hold any directorship in the last three years in any other public company, the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed in this announcement, Ms. Chen has confirmed that there is no information required to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company in relation to her appointment.

The Company is in the process of identifying a suitable person to act as the chairman of the Board and shall make further announcement as and when appropriate.

The Board would like to take this opportunity to welcome Mr. Wu and Ms. Chen for joining the Board.

By Order of the Board
Theme International Holdings Limited
Ng Chi Lung
Executive Director

Hong Kong, 30 September 2016

As at the date of this announcement, there are (i) two Executive Directors of the Company, namely Mr. Ng Chi Lung (Vice Chairman) and Mr. Wong Hok Bun Mario, and (ii) three Independent Non-executive Directors of the Company, namely Mr. Chan Wah, Mr. Chan Chi Ming, Tony and Mr. Wu Shiming.