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## **Torino Power Solutions Adopts Advance Notice Policy**

Vancouver, British Columbia, May 5, 2016 – Torino Power Solutions Inc. (CSE: TPS) (the “Company” or “Torino”), has adopted an advance-notice policy for the purpose of providing shareholders, directors and management of the Company with a clear framework for nominating directors. The policy is designed to further the Company’s commitment to: facilitating an orderly and efficient annual general or, where the need arises, special meeting, process; ensuring that shareholders receive adequate notice of the director nominations and sufficient information regarding all director nominees; and allowing shareholders to register an informed vote after having been afforded reasonable time for appropriate deliberation. The policy is in full force and effective immediately.

The policy contains a provision requiring advance notice to the Company in certain circumstances where shareholders of the Company nominate individuals for election to the board. The policy establishes deadlines by which director nominations must be submitted to the Company prior to any annual or special meeting of shareholders and also outlines the information that must be included in the notice to the Company for an effective nomination to occur.

The deadline for notice to the Company in the case of an annual meeting of shareholders is not less than 30 days nor more than 65 days prior to the date of the annual meeting; provided, however, that in the event that the annual meeting is to be held on a date that is less than 50 days after the date on which the first public announcement of the date of the annual meeting was made, notice may be made not later than the close of business on the 10th day following such public announcement.

In the case of a special meeting (which is not also an annual meeting) of shareholders called for the purpose of electing directors (whether or not called for other purposes), the deadline for notice to the Company is no later than the close of business on the 15th day following the day on which the first public announcement of the date of the special meeting was made.

The board has also approved the alteration of the company's articles to add the same advance-notice provisions, effective upon confirmation by the company's shareholders. The company will ask its shareholders to pass an ordinary resolution to confirm the alteration of the company's articles at its next annual general meeting. In the event the company's shareholders do not confirm the addition of the advance-notice provisions to the company's articles, the company's articles will remain unchanged. Unless it is ratified, the policy will terminate and be of no further force and effect immediately following the next annual general meeting. The full text of the policy is available on SEDAR.

*On behalf of the Board of Directors*

“Rav Mlait”

CEO and Director  
Torino Power Solutions Inc.

For further information, contact at [info@torinopower.com](mailto:info@torinopower.com)

*The CSE has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.*

#### Cautionary Statement Regarding Forward-Looking Statements

This press release contains forward-looking information that involves various risks and uncertainties regarding future events. Such forward-looking information can include without limitation statements based on current expectations involving a number of risks and uncertainties and are not guarantees of future performance of the Company, such as final development of a commercial product(s), successful trial or pilot of company technologies, no assurance that commercial sales of any kind actually materialize; no assurance the Company will have sufficient funds to complete product development. There are numerous risks and uncertainties that could cause actual results and the Company's plans and objectives to differ materially from those expressed in the forward-looking information, including: (i) adverse market conditions; (ii) risks regarding protection of proprietary technology; (iii) the ability of the Company to complete financings; (v) the ability of the Company to develop and market its future product; and (vi) risks regarding government regulation, managing and maintaining growth, the effect of adverse publicity, litigation, competition and other factors which may be identified from time to time in the Company's public announcements and filings. There is no assurance that the DTCR business will provide any benefit to the Company, and no assurance that any proposed new products will be built or proceed. There is no assurance that existing "patent pending" technologies licensed by the Company will receive patent status by regulatory authorities. The Company is not currently selling commercial DTCR systems. Actual results and future events could differ materially from those anticipated in such information. These and all subsequent written and oral forward-looking information are based on estimates and opinions of management on the dates they are made and are expressly qualified in their entirety by this notice. Except as required by law, the Company does not intend to update these forward-looking statements.