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中國通海國際金融有限公司
CHINA TONGHAI INTERNATIONAL FINANCIAL LIMITED

(Incorporated in Bermuda with limited liability)
(Stock Code: 952)

**POLL RESULTS OF THE SPECIAL GENERAL MEETING
HELD ON 16 NOVEMBER 2018**

Reference is made to the circular (the “**Circular**”) of China Tonghai International Financial Limited (the “**Company**”) and the notice of the special general meeting of the Company (the “**SGM**”) both dated 31 October 2018 in relation to the Proposed Change of Auditors. Capitalised terms used in this announcement shall have the same meaning as those defined in the Circular unless the context requires otherwise.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the ordinary resolution as set out in the notice of SGM dated 31 October 2018 was duly passed by the Shareholders by way of poll at the SGM held on 16 November 2018.

As at the date of the SGM, the total number of shares of the Company (the “**Share(s)**”) in issue is 6,199,759,220 Shares, which represented the total number of Shares entitling the holder to attend and vote on the resolution at the SGM. The Shareholders, authorised proxies or authorised representatives holding in aggregate of 5,875,683,470 Shares, representing approximately 94.77% of the total voting Shares, were present at the SGM.

There were no Shares entitling the Shareholders to attend the SGM but abstain from voting in favour of the resolution as set out in Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting at the SGM. No parties have stated their intention in the Circular to vote against or abstain from voting on any of the resolution at the SGM.

The voting result of the poll taken at the SGM in respect of the resolution proposed was as follows:

Ordinary Resolution	Number of votes (approximate % of total number of votes cast)	
	For	Against
To appoint KPMG as auditor of the Company to fill the vacancy following the resignation of BDO Limited, and to hold office until the conclusion of the next annual general meeting of the Company and authorise the board of directors of the Company to fix its remuneration.	5,875,553,470 (99.998%)	130,000 (0.002%)

As more than 50% of the votes were cast in favour of the ordinary resolution, the resolution was duly passed at the SGM.

Tricor Tengis Limited, the branch share registrar of the Company in Hong Kong, was appointed as scrutineer for the purpose of vote-taking at the SGM.

By order of the Board
China Tonghai International Financial Limited
HAN Xiaosheng
Chairman

Hong Kong, 16 November 2018

As at the date of this announcement, the board of directors of China Tonghai International Financial Limited comprises six executive directors, namely Mr. HAN Xiaosheng, Mr. ZHANG Bo, Mr. ZHANG Xifang, Mr. FENG Henian, Mr. LIU Hongwei and Mr. Kenneth LAM Kin Hing; four non-executive directors, namely Mr. Bernard POULIOT, Mr. LIU Bing, Mr. ZHAO Yingwei and Mr. ZHAO Xiaoxia; and five independent non-executive directors, namely Mr. Roy LO Wa Kei, Mr. KONG Aiguo, Mr. LIU Jipeng, Mr. HE Xuehui and Mr. HUANG Yajun.