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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)

DISCLOSURE PURSUANT TO RULES 13.18 OF THE LISTING RULES

This announcement is made by the board of directors (the “**Board**”) of China Tonghai International Financial Limited (the “**Company**”) in compliance with the requirement under Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

BACKGROUND

On 9 August 2019, the Company as borrower entered into a facility agreement (the “**Facility Agreement**”) with the lender in relation to a secured short term loan with principal amount of up to HK\$100,000,000 (“**Facility**”). The maturity date of the Facility is the date falling 6 months commencing from the date of utilisation.

DISCLOSURE UNDER RULE 13.18 OF THE LISTING RULES

Pursuant to the terms of Facility Agreement, Oceanwide Holdings International Financial Development Co., Ltd. (“**Oceanwide Holdings IF**”), the controlling shareholder of the Company, shall at all times legally and beneficially own at least 50% of the issued shares of the Company. As at the date of this announcement, Oceanwide Holdings IF beneficially own approximately 72.53% of the issued shares of the Company and is the single largest shareholder of the Company. Upon the breach of this condition, the Facility will immediately and automatically be cancelled and all outstanding loans, together with accrued interest, and all other amounts accrued under the Facility Agreement, become immediately due and payable.

The Company will make continuing disclosure in its subsequent interim and annual reports pursuant to the requirements of Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the disclosure obligation under Rule 13.18 of the Listing Rules continue to exist.

On behalf of the Board
China Tonghai International Financial Limited
HAN Xiaosheng
Chairman

Hong Kong, 9 August 2019

As at the date of this announcement, the Board of the Company comprises:

Executive Directors:

Mr. HAN Xiaosheng (*Chairman*)
Mr. ZHANG Bo (*Deputy Chairman*)
Mr. ZHANG Xifang
Mr. FENG Henian
Mr. LIU Hongwei
Mr. Kenneth LAM Kin Hing

Independent Non-executive Directors:

Mr. Roy LO Wa Kei
Mr. KONG Aiguo
Mr. LIU Jipeng
Mr. HE Xuehui
Mr. HUANG Yajun

Non-executive Directors:

Mr. Bernard POULIOT
Mr. LIU Bing
Mr. ZHAO Yingwei
Mr. ZHAO Xiaoxia