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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 11 OCTOBER 2019

Reference is made to the circular of China Tonghai International Financial Limited (the “**Company**”) dated 24 September 2019 (the “**Circular**”). 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 proposed ordinary resolutions numbered 1 to 4 as set out in the notice of the SGM dated 24 September 2019 (the “**Resolutions**”) were duly passed by the Independent Shareholders by way of poll at the SGM held on 11 October 2019.

As at the date of the SGM, the total number of issued Shares is 6,197,049,220 Shares.

As at the date of the SGM, Oceanwide Holdings IF and its associates, representing an aggregate of 4,495,224,732 Shares (approximately 72.538% of the issued share capital of the Company), were required to abstain, and had abstained from voting at the SGM. Save for Oceanwide Holdings IF and its associates, no Shareholder was required under the Listing Rules to abstain from voting at the SGM. The total number of Shares entitling relevant Independent Shareholders to attend and vote for or against the Resolutions at the SGM was 1,701,824,488 Shares, representing approximately 27.462% of the issued share capital of the Company as at the date of the SGM.

There were no Shares entitling any Shareholder to attend the SGM but abstain from voting in favour as set out in Rule 13.40 of the Listing Rules.

The voting results of the poll taken at the SGM in respect of each of the Resolutions were as follows:

Ordinary Resolutions		Number of votes (approximate % of total number of votes cast)	
		For	Against
1.	To approve the Revised Annual Caps set out in the Circular. <i>(Note)</i>	1,329,853,338 (100%)	0 (0%)
2.	To approve the entering into of the China Oceanwide Framework Services Agreement, the transactions contemplated thereunder and in connection therewith, and the relevant Proposed Annual Caps set out in the Circular. <i>(Note)</i>	1,329,853,338 (100%)	0 (0%)
3.	To approve the entering into of the Oceanwide Holdings Framework Services Agreement, the transactions contemplated thereunder and in connection therewith, and the relevant Proposed Annual Caps set out in the Circular. <i>(Note)</i>	1,329,853,338 (100%)	0 (0%)
4.	To approve the entering into of the Tohigh Framework Services Agreement, the transactions contemplated thereunder and in connection therewith, and the relevant Proposed Annual Caps set out in the Circular. <i>(Note)</i>	1,329,853,338 (100%)	0 (0%)

Note: The full text of the Resolutions is set out in the notice of the SGM dated 24 September 2019.

As more than half of the votes were cast in favour of each of the Resolutions at the SGM, the Resolutions were duly passed as ordinary resolutions.

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, 11 October 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