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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)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 26 JUNE 2020;
(2) RETIREMENT OF A NON-EXECUTIVE DIRECTOR;
AND
(3) CHANGE OF AGENT FOR THE SERVICE OF PROCESS IN
HONG KONG**

POLL RESULTS OF THE AGM

Reference is made to the circular of China Tonghai International Financial Limited (the “**Company**”) dated 26 May 2020 (the “**Circular**”) in relation to the annual general meeting. Capitalised terms used in this announcement shall have the same meaning as those defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that the ordinary resolutions numbered 1 to 6 were all duly passed by Shareholders by way of poll at the AGM held on 26 June 2020.

The voting results of the poll taken at the AGM 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 receive, consider and adopt the audited financial statements and the reports of the directors and auditor of the Company for the year ended 31 December 2019.	5,537,235,117 (100%)	0 (0%)

Ordinary Resolutions	Number of votes (approximate % of total number of votes cast)	
	For	Against
2. (A) To re-elect Mr. LIU Hongwei as an executive director of the Company.	5,534,265,117 (99.95%)	2,970,000 (0.05%)
(B) To re-elect Mr. Kenneth LAM Kin Hing as an executive director of the Company.	5,537,235,117 (100%)	0 (0%)
(C) To re-elect Mr. LIU Bing as a non-executive director of the Company.	5,534,245,117 (99.95%)	2,990,000 (0.05%)
(D) To re-elect Mr. HUANG Yajun as an independent non-executive director of the Company.	5,537,235,117 (100%)	0 (0%)
(E) To authorise the board of directors of the Company to appoint additional directors as and when the board considers necessary and appropriate.	5,537,235,117 (100%)	0 (0%)
(F) To authorise the board of directors of the Company to fix the directors' remuneration for the year ending 31 December 2020.	5,537,235,117 (100%)	0 (0%)
3. To re-appoint KPMG as auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	5,537,235,117 (100%)	0 (0%)
4. To approve a general mandate to allot, issue and deal with new shares of the Company. <i>(Note)</i>	5,534,245,117 (99.95%)	2,990,000 (0.05%)
5. To approve a general mandate to repurchase shares of the Company. <i>(Note)</i>	5,537,235,117 (100%)	0 (0%)
6. To extend the general mandate to issue shares by adding repurchased shares thereto. <i>(Note)</i>	5,534,245,117 (99.95%)	2,990,000 (0.05%)

Note: The full text of the resolution is set out in the notice of AGM.

For ordinary resolutions numbered 1 to 6, as more than 50% of the votes were cast in favour of each of the resolutions, resolutions numbered 1 to 6 were duly passed as ordinary resolutions.

As at the date of the AGM, the total number of issued Shares is 6,197,049,220 Shares, which represented the total number of Shares entitling the holder to attend and vote on the resolutions at the AGM. The Shareholders, authorised proxies or authorised representatives holding in aggregate of 5,537,235,117 Shares, representing approximately 89.35% of the total voting Shares, were present at the AGM.

There were no Shares entitling the Shareholders to attend the AGM but abstain from voting in favour 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 AGM. No parties have stated their intention in the Circular to vote against or abstain from voting on any of the resolutions at the AGM.

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 AGM.

RETIREMENT OF A NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Bernard POULIOT (“**Mr. POULIOT**”) did not offer himself for re-election as a Non-executive Director due to his intention to devote more time to his other personal commitments and retired as a Non-executive Director upon the conclusion of the AGM. Mr. POULIOT will continue his services as a senior advisor to the Group.

Mr. POULIOT has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to express its sincere gratitude and the highest respect to Mr. POULIOT for his long services and valuable contribution to the Company during his tenure of office and wish him every success for the future.

CHANGE OF AGENT FOR THE SERVICE OF PROCESS IN HONG KONG

The Board also announces that with effect from 26 June 2020, Ms. Hortense CHEUNG Ho Sze has been appointed as an authorised representative of the Company for accepting service of process or notices on the Company’s behalf in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) in place of Mr. POULIOT.

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

Hong Kong, 26 June 2020

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. LIU Bing
Mr. ZHAO Yingwei
Mr. ZHAO Xiaoxia