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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)**

## **GRANT OF WAIVER FROM STRICT COMPLIANCE WITH RULE 14.41(A) OF THE LISTING RULES**

Reference is made to the announcement of the Company dated 30 December 2020 in relation to the provision of financial assistance and the announcement of the Company dated 31 December 2020 in relation to the extension of loan (the “**Announcements**”). Unless otherwise defined, capitalised terms used herein shall have the same meaning as defined in the Announcements.

As disclosed in the Announcements, no Shareholder is required to abstain from voting if the Company was to convene a general meeting for the approval of the Loan Agreement and the Extension of Loan respectively. Written approvals of the Loan Agreement and the Extension of Loan respectively have been obtained by the Company from the Controlling Shareholder. Accordingly, no general meeting will be convened for the purpose of approving the Loan Agreement and the Extension of Loan respectively as permitted under Rule 14.44 of the Listing Rules.

Pursuant to Rule 14.41(a) of the Listing Rules, as the Loan Agreement and the Extension of Loan were respectively approved by way of written shareholders’ approval under Rule 14.44 of the Listing Rules, the Company is required to despatch a circular in respect of the transactions contemplated under the Loan Agreement and the Extension of Loan (the “**Circulars**”) to the Shareholders within 15 business days after publication of the Announcements. As additional time is required to prepare the financial and other information to be included in the Circulars, the Company has applied to the Stock Exchange for a waiver (the “**Waiver**”) from strict compliance with the requirements under Rule 14.41(a) of the Listing Rules for an extension of the deadline for the despatch of the Circulars to a date on or before 25 January 2021 as agreed by the Company’s auditor. The information required to be disclosed in the Circulars under the Listing Rules will be consolidated into the same circular (the “**Consolidated Circular**”).

The Stock Exchange has granted the Waiver to the Company on the condition that the Company will despatch the Consolidated Circular on or before 25 January 2021 and disclose details of the transactions set out in the Announcements. The Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

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

Hong Kong, 7 January 2021

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

***Executive Directors:***

Mr. HAN Xiaosheng (*Chairman*)  
Mr. FANG Zhou (*Deputy Chairman*)  
Mr. ZHANG Xifang  
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