

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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)**

**MONTHLY UPDATE ANNOUNCEMENT**  
**PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This announcement is made by China Tonghai International Financial Limited (the “**Company**”) pursuant to Rule 3.7 of the Codes on Takeovers and Mergers and Share Buy-backs (the “**Takeovers Code**”).

Reference is made to (i) the announcement of the Company dated 27 October 2021 (the “**Announcement**”) relating to the appointment of Receivers in respect of 4,098,510,000 ordinary shares of the Company, which represents approximately 66.13% of the total issued shares of the Company as at the date of this announcement; and (ii) the monthly update announcements of the Company pursuant to Rule 3.7 of the Takeovers Code dated 26 November 2021, 24 December 2021, 26 January 2022, 25 February 2022, 25 March 2022 and 27 April 2022. Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as defined in the Announcement.

As at the date of this announcement, Oceanwide Holdings IF is the controlling shareholder of the Company which holds approximately 72.51% of the total issued shares of the Company and the ultimate beneficial owner of Oceanwide Holdings IF is Mr. LU Zhiqiang and Mr. LU Zhiqiang has statutory control over the shares of Oceanwide Holdings IF.

**MONTHLY UPDATE**

The Board wishes to update the Shareholders and potential investors of the Company that, as at the date of this announcement, Oceanwide Holdings IF and its parent company still maintain a continuing dialogue and are taking measures with Spring Progress Investment Solutions Limited (the “**Appointer**”) on repayment of outstanding sum on the notes under the Subscription Agreement and the Note Instrument and termination of the appointment of the Receivers over the Charged Shares. Having made all reasonable enquiries to the Receivers, notwithstanding the Receivers are taking steps in disposing of the Charged Shares, no agreement has been entered into in respect of the disposal of the Charged Shares as at the date of this announcement.

In accordance with Rule 3.7 of the Takeovers Code, monthly announcement(s) will be made by the Company until announcement of firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company as and when appropriate or required in accordance with the Listing Rules and the Takeovers Code (as the case may be).

**Warnings: There is no assurance the appointment of Receivers will result in a change of control and lead to a general offer under Rule 26.1 of Takeovers Code. Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional adviser(s).**

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

Hong Kong, 27 May 2022

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. 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

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*