

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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 24 JUNE 2022

Reference is made to the circular of China Tonghai International Financial Limited (the “**Company**”) dated 29 April 2022 (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.

POLL RESULTS OF THE AGM

The Board is pleased to announce that the ordinary resolutions numbered 1 to 6 and the special resolution numbered 7 were all duly passed by Shareholders by way of poll at the AGM held on 24 June 2022.

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 2021.	1,139,001,457 (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.	1,138,981,457 (99.99%)	20,000 (0.01%)
(B) To re-elect Mr. ZHAO Xiaoxia as a non-executive director of the Company.	1,139,001,457 (100%)	0 (0%)
(C) To re-elect Mr. KONG Aiguo as an independent non-executive director of the Company.	1,136,101,457 (99.75%)	2,900,000 (0.25%)
(D) To re-elect Mr. HE Xuehui as an independent non-executive director of the Company.	1,139,001,457 (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.	1,139,001,457 (100%)	0 (0%)
(F) To authorise the board of directors of the Company to fix the directors' remuneration for the year ending 31 December 2022.	1,139,001,457 (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.	1,139,001,457 (100%)	0 (0%)
4. To approve a general mandate to allot, issue and deal with new shares of the Company. <i>(Note)</i>	5,234,611,457 (99.94%)	2,900,000 (0.06%)
5. To approve a general mandate to repurchase shares of the Company. <i>(Note)</i>	1,139,001,457 (100%)	0 (0%)
6. To extend the general mandate to issue shares by adding repurchased shares thereto. <i>(Note)</i>	1,136,101,457 (99.75%)	2,900,000 (0.25%)

Special Resolution	Number of votes (approximate % of total number of votes cast)	
	For	Against
7. To approve the amendments to the existing bye-laws of the Company and adopt the new bye-laws in substitution for and to the exclusion of the existing bye-laws of the Company and authorise any director of the Company to do all things necessary to effect and record the adoption of the new bye-laws of the Company. (Note)	1,136,101,457 (99.75%)	2,900,000 (0.25%)

Note: The full text of the resolutions are 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.

For special resolution numbered 7, as more than 75% of the votes were cast in favour of the resolution, resolution numbered 7 was duly passed as special resolution.

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 5,237,511,457 Shares, representing approximately 84.52% 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.

Mr. HAN Xiaosheng, Mr. LIU Hongwei, Mr. Kenneth LAM Kin Hing, Mr. ZHAO Yingwei, Mr. ZHAO Xiaoxia, Mr. Roy LO Wa Kei, Mr. KONG Aiguo, Mr. LIU Jipeng, Mr. HE Xuehui and Mr. HUANG Yajun attended the AGM in person or by electronic means, whereas Mr. FANG Zhou and Mr. LIU Bing were unable to attend the AGM due to their other business arrangements.

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

Hong Kong, 24 June 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