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## **ZHONG HUA INTERNATIONAL HOLDINGS LIMITED**

**中華國際控股有限公司**

*(Incorporated In Bermuda with limited liability)*

**(Stock Code: 1064)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 2 JUNE 2015**

Reference is made to the circular of Zhong Hua International Holdings Limited dated 24 April 2015 (the “Circular”) in relation to the AGM. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

#### **POLL RESULTS AT ANNUAL GENERAL MEETING**

The Board is pleased to announce the poll results in respect of the resolutions proposed at the AGM held on 2 June 2015 as set out in the notice of AGM dated 24 April 2015.

As at the date of the AGM, there was a total number of 151,404,130 Shares in issue which the holders thereof were entitled to attend and vote on the resolutions at the AGM. None of the Shareholders was required to abstain from voting on the resolutions tabled at the AGM. No shareholder was entitled to attend but was abstained from voting in favour the resolutions at the AGM pursuant to the Rule 13.40 of the Listing Rules.

Tricor Tengis Limited, the branch share registrar of the Company in Hong Kong, acted as scrutineer for the poll at the AGM. Set out below are the poll results in respect of the respective resolutions put to vote at the AGM:

Ordinary Resolutions		Number of Votes (approximate percentage)	
		FOR	AGAINST
1.	To receive and consider the audited financial statements of the Company, reports of the directors and auditors of the Company for the year ended 31 December 2014.	53,748,356 (100%)	0 (0%)
2.	To authorise the board of directors to fix the remuneration of its directors.	53,748,356 (100%)	0 (0%)
3.	To re-appoint auditors for the ensuring year and to authorise the board of directors to fix their remuneration.	53,748,356 (100%)	0 (0%)
4.	To re-elect Mr. Young Kwok Sui as a director of the Company.	53,748,356 (100%)	0 (0%)
5.	To re-elect Mr. Tam Kong, Lawrence as a director of the Company.	53,748,356 (100%)	0 (0%)
6.	To grant a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company.	53,742,625 (99.99%)	5,731 (0.01%)
7.	To grant a general mandate to the directors to repurchase shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company.	53,748,356 (100%)	0 (0%)
8.	Conditional upon the passing of Resolutions Nos.6 and 7, the aggregate nominal amount of the shares repurchased under Resolution no.7 shall be added to the aggregate nominal amount of the shares that may be allotted under Resolution no.6.	53,742,625 (99.99%)	5,731 (0.01%)

As more than 50% of the votes were cast in favour of each resolution, all the above resolutions were duly passed as ordinary resolutions.

By Order of the Board  
**Zhong Hua International Holdings Limited**  
**Tsang Tsz Hung**  
*Company Secretary*

Hong Kong, 2 June 2015

*As at the date of this announcement, the board of directors of the Company comprises:(i) Mr. Ho Kam Hung as executive director; (ii) Mr. Young Kwok Sui as non-executive director; and (iii) Mr. Lawrence K. Tam, Ms. Wong Miu Ting, Ivy and Mr. Wong Kui Fai as independent non-executive directors.*