



ZHONG HUA INTERNATIONAL HOLDINGS LIMITED

中華國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1064)

RESULTS OF THE SGM

The Board is pleased to announce that the resolutions to approve (i) the refreshment of the Repurchase Mandate; (ii) the refreshment of New Issue Mandate; (iii) the extension of the New Issue Mandate for issuing Shares with the number of Shares repurchased by the Company under the Repurchase Mandate; and (iv) the refreshment of the Scheme Mandate Limit under the Share Option Scheme were duly passed at the SGM held on 18 February 2008.

Reference is made to the circular of the Company dated 28 January 2008 (the “Circular”) in relation to, among other things, (i) the refreshment of the Repurchase Mandate; (ii) the refreshment of New Issue Mandate; and (iii) the refreshment of the Scheme Mandate Limit under the Share Option Scheme. Capitalised terms used in this announcement shall have the same meanings as defined in the Circular unless the context herein requires otherwise.

RESULTS OF THE SGM

The Board is pleased to announce that the resolutions to approve (i) the refreshment of the Repurchase Mandate; (ii) the refreshment of New Issue Mandate; (iii) the extension of the New Issue Mandate for issuing Shares with the number of Shares repurchased by the Company under the Repurchase Mandate; and (iv) the refreshment of the Scheme Mandate Limit under the Share Option Scheme were duly passed at the SGM held on 18 February 2008.

As at the date of the SGM, there were a total of 1,164,041,300 Shares in issue. According to the Listing Rules, any refreshment of the New Issue Mandate made before the next annual general meeting requires any controlling shareholders and their associates or, where there are no controlling shareholders, directors (excluding independent non-executive directors) and the chief executive of the issuer and their respective associates to abstain from voting of the ordinary resolution for the refreshment of the New Issue Mandate. As at the date of the SGM, the Company has no controlling shareholder (as defined in the Listing Rules), and therefore, the Directors (other than the independent non-executive Directors) and the chief executive of the Company and their respective associates are required to abstain from voting of the resolutions to approve the refreshment of the New Issue Mandate at the SGM.

As at the date of the SGM, the Ho Family and their respective associates were together beneficially interested in 344,000,000 Shares, representing approximately 29.6% of the issued share capital of the Company. Accordingly, the total number of Shares entitling the holders thereof to attend and vote for or against the resolutions in respect of the refreshment of the New Issue Mandate at the SGM was 820,041,300 Shares (representing approximately 70.4% of the total issued Shares as at the date of the SGM). No Shareholder was entitled to attend and vote only against the resolutions at the SGM. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Ho Family and their respective associates did abstain from voting on the resolutions in respect of the refreshment of the New Issue Mandate at the SGM.

The voting results in respect of resolutions (1) to (4) are as follows:

Ordinary Resolutions	For	Against
1. To approve the refreshment of Repurchase Mandate	357,751,226 (100%)	0 (0%)
2. To approve the refreshment of New Issue Mandate	357,751,226 (100%)	0 (0%)
3. To approve the extension of the New Issue Mandate for issuing Shares with the number of Shares repurchased by the Company under the Repurchase Mandate	357,751,226 (100%)	0 (0%)
4. To approve the refreshment of the Scheme Mandate Limit under the Share Option Scheme	357,751,226 (100%)	0 (0%)

Accordingly, the aforesaid resolutions were duly passed by way of poll at the SGM.

Tricor Tengis Limited, the share registrar of the Company, acted as the scrutineer for vote-taking at the SGM.

By Order of the Board
Zhong Hua International Holdings Limited
Ho Kam Hung
Executive Director

Hong Kong, 18 February 2008

As at the date of this announcement, the Board comprises Messrs. Ho Tsam Hung, Ho Kam Hung and Yang Jia Jian who are executive Directors, Ms. Lam Kuo and Mr. Young Kwok Sui as non-executive Directors, and Messrs. Lawrence K. Tam, Wong Miu Ting, Ivy and Wong Kui Fai who are independent non-executive Directors.

* *For identification only*