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**弘達金融控股有限公司**

**HongDa Financial Holding Limited**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1822)**

**(1) POLL RESULTS OF ANNUAL GENERAL MEETING;  
(2) SHARE CONSOLIDATION;  
(3) ADJUSTMENTS IN RELATION TO OTHER SECURITIES  
OF THE COMPANY; AND  
(4) UPDATE ON THE PROPOSED CHANGE OF COMPANY NAME**

The Board is pleased to announce that the Resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the Annual General Meeting held on 23 June 2020.

**SHARE CONSOLIDATION**

As all the conditions of the Share Consolidation have been fulfilled, the Share Consolidation will take effect on Friday, 26 June 2020. Dealings in the Consolidated Shares will commence on 9:00 a.m. (Hong Kong time) on Friday, 26 June 2020.

**ADJUSTMENTS IN RELATION TO OTHER SECURITIES OF THE  
COMPANY**

Pursuant to the relevant terms of the Existing CBs instrument, the conversion prices of the Existing CBs and the number of Consolidated Shares to be issued upon exercise of the conversion rights attached to the outstanding Existing CBs will be adjusted with effect from 26 June 2020 upon the Share Consolidation becoming effective.

**UPDATE ON THE PROPOSED CHANGE OF COMPANY NAME**

The Company will carry out the necessary filing procedures with the Registrar of Companies of the Cayman Islands and the Companies Registry in Hong Kong. Further announcement(s) will be made by the Company to inform the Shareholders of, among other things, the effective date of the Proposed Change of Company Name and the consequential change in the stock short names and website address of the Company as and when appropriate.

Reference is made to the circular (the “**Circular**”) and notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of HongDa Financial Holding Limited (the “**Company**”) both dated 22 May 2020. Capitalised terms used herein have the same meanings as those defined in the Circular unless otherwise stated.

## **POLL RESULTS OF THE AGM**

The Board is pleased to announce that the resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 23 June 2020.

As at the date of the AGM, the Company has a total of 6,810,750,454 Shares in issue, which was the total number of issued shares of the Company entitling Shareholders to attend and vote for or against the Resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. To the best of the Directors’ knowledge, information and belief and having made all reasonable enquiries, no Shareholder was required to abstain from voting on the Resolutions proposed at the AGM. None of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolutions at the AGM.

Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

The full text of the Resolutions was set out in the Notice. The poll results in respect of the respective Resolutions as set out in the Notice were as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ <b>Directors</b> ”) and the auditors of the Company for the year ended 31 December 2019.	3,499,281,389 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of votes	
		For	Against
2.	(a) To re-elect Mr. Qiu Bin as an executive Director.	3,499,281,389 (100%)	0 (0%)
	(b) To re-elect Ms. Sin Pui Ying as an executive Director.	3,499,281,389 (100%)	0 (0%)
	(c) To re-elect Mr. Cheng Chai Fu as a non-executive Director.	3,499,281,389 (100%)	0 (0%)
	(d) To re-elect Mr. Zhao Xianming as an independent non-executive Director.	3,499,281,389 (100%)	0 (0%)
	(e) To re-elect Mr. An Dong as an independent non-executive Director.	3,499,281,389 (100%)	0 (0%)
	(f) To re-elect Mr. Fung Tze Wa as an independent non-executive Director.	3,499,281,389 (100%)	0 (0%)
	(g) To authorise the board of Directors to fix the remuneration of the Directors.	3,499,281,389 (100%)	0 (0%)
3.	To re-appoint McMillan Woods (Hong Kong) CPA Limited as the auditors of the Company for the year ending 31 December 2020 and authorise the board of Directors to fix their remuneration.	3,499,281,389 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot, issue and deal with the unissued shares of HK\$0.01 each in the share capital of the Company, the aggregate number of which shall not exceed 20% of the aggregate number of shares in issue in the Company as at the date of passing of this resolution.	3,499,281,389 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to buy back the Company's shares up to 10% of the aggregate number of shares in issue in the Company as at the date of passing of this resolution.	3,499,281,389 (100%)	0 (0%)

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes</b>	
		<b>For</b>	<b>Against</b>
6.	To add the number of shares in the Company bought back by the Company to the general mandate granted to the Directors under resolution no. 4 above.	3,499,281,389 (100%)	0 (0%)
7.	To approve the share consolidation on the basis of every twenty (20) issued and unissued ordinary shares of par value of HK\$0.01 each in the share capital of the Company into one (1) share of par value of HK\$0.20 each in the share capital of the Company.	3,499,281,389 (100%)	0 (0%)
<b>SPECIAL RESOLUTION</b>		<b>Number of votes</b>	
		<b>For</b>	<b>Against</b>
8.	To approve the change of the English name of the Company from “HongDa Financial Holding Limited” to “China Wood International Holding Co., Limited” and the dual foreign name in Chinese of the Company from “弘達金融控股有限公司” to “中木國際控股有限公司”.	3,499,281,389 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of the Resolutions no. 1 to 7, such Resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of the Resolution no. 8, such Resolution was duly passed as a special resolution of the Company.

## SHARE CONSOLIDATION

As all the conditions of the Share Consolidation have been fulfilled, the Share Consolidation will become effective on Friday, 26 June 2020. Dealings in the Consolidated Shares will commence at 9:00 a.m. (Hong Kong time) on Friday, 26 June 2020. Please refer to the Circular for details on the trading arrangement, and the exchange and replacement of share certificates, the fractional shares, odd lot arrangements and matching services for odd lots in connection with the Share Consolidation. Shareholders should note that upon the Share Consolidation becoming effective, new share certificates of the Consolidated Shares in blue color will be issued to the Shareholders.

## ADJUSTMENTS IN RELATION TO OTHER SECURITIES OF THE COMPANY

Pursuant to the relevant terms of the Existing CBs instrument, the conversion prices of the Existing CBs and the number of Consolidated Shares to be issued upon exercise of the conversion rights attached to the outstanding Existing CBs will be adjusted in the following manner with effect from 26 June 2020 upon the Share Consolidation becoming effective:

<b>Date of issue of Existing CBs</b>	<b>Immediately prior to the Share Consolidation becoming effective</b>		<b>Immediately after the Share Consolidation becoming effective</b>	
	<b>Conversion price per Existing Share (HK\$)</b>	<b>Number of Existing Shares to be allotted and issued if fully exercised</b>	<b>Conversion price per Consolidated Share (HK\$)</b>	<b>Number of Consolidated Shares to be allotted and issued if fully exercised</b>
17 May 2016	0.35	285,714,285	7.00	14,285,714
17 May 2016	0.10	1,000,000,000	2.00	50,000,000
31 August 2017	0.35	571,428,571	7.00	28,571,428

## **UPDATE ON THE PROPOSED CHANGE OF COMPANY NAME**

The Company will carry out the necessary filing procedures with the Registrar of Companies of the Cayman Islands and the Companies Registry in Hong Kong. Further announcement(s) will be made by the Company to inform the Shareholders of, among other things, the effective date of the Proposed Change of Company Name and the consequential change in the stock short names and website address of the Company as and when appropriate.

By order of the Board  
**HongDa Financial Holding Limited**  
**Qiu Bin**  
*Chairman and Executive Director*

Hong Kong, 23 June 2020

*As at the date of this announcement, the Board comprises Mr. Qiu Bin (Chairman and CEO) and Ms. Sin Pui Ying as executive Directors; Mr. Cheng Chai Fu as a non-executive Director; and Mr. Wong Yiu Kit, Ernest, Mr. Zhao Xianming, Mr. An Dong and Mr. Fung Tze Wa as independent non-executive Directors.*