



China International Holdings Limited
中翔國際集團有限公司
(Incorporated in Bermuda with limited liability)
(Bermuda Company Registration No. 23356)

SECOND CORRIGENDUM TO THE CIRCULAR AND NOTICE OF SPECIAL GENERAL MEETING DATED 9 JUNE 2020

The board of directors ("**Board**") of China International Holdings Limited (the "**Company**") refers to the Company's circular to shareholders in relation to (i) the proposed renewal of the share buy-back mandate; (ii) the proposed adoption of the CIHL Employee Share Option Scheme; and (iii) the proposed adoption of the CIHL Performance Share Plan dated 9 June 2020 ("**Circular**"), the notice of special general meeting (the "**SGM**") dated 9 June 2020 (the "**Notice of SGM**") and the corrigendum to the Circular and Notice of SGM announced by the Company on 25 June 2020 ("**Announcement**").

Unless otherwise defined, the capitalised terms used herein shall bear the same meaning ascribed to them in the Circular, Notice of SGM and the Announcement.

The Board wishes to clarify that the Company currently does not intend to grant any Options under the CIHL ESOS at a discount. In the event the Company decides to grant any Options at a discount in future, it will seek shareholders' approval at a general meeting, in accordance with Rule 845(5) of the Listing Manual.

Accordingly, Ordinary Resolution 2(c) will be corrected as follows:

"(c) subject to and contingent upon the passing of Ordinary Resolution 2(a) and (b) above, approval be and is hereby given for offers and grants of options to be made pursuant to and during the subsistence of the CIHL ESOS with subscription prices that are set at, ~~or adjusted by, a discount to the market price of the Shares (as determined in accordance with the provisions of the CIHL ESOS), and in no event shall the subscription price for a Share be less than the nominal value of the Share.~~"

Please refer to the attached extract of the Circular relating to the proposed adoption of the CIHL ESOS and the amended Notice of SGM, reflecting the corresponding amendments to the Circular and Notice of SGM (inclusive of the amendments set out in the Announcement).

Save as provided in the Announcement and as set out above, there are no other changes to the Circular and the Notice of SGM.

For the avoidance of doubt, Ordinary Resolution 2 as corrected will proceed to be tabled at the SGM to be held by way of electronic means on 29 June 2020 at 9:45 a.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 9:30 a.m. on the same day and at the same place).

BY ORDER OF THE BOARD
CHINA INTERNATIONAL HOLDINGS LIMITED

Shan Chang
Chairman
29 June 2020