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(Stock Code: 662)

## **POLL RESULTS OF THE 2014 ANNUAL GENERAL MEETING, RETIREMENT AND APPOINTMENT OF NON-EXECUTIVE DIRECTORS**

### **Poll Results of the 2014 Annual General Meeting**

The board of directors (the “Board”) of Asia Financial Holdings Limited (the “Company”) is pleased to announce the results of the poll taken at the Annual General Meeting of the Company held on 7th May 2014 (the “2014 AGM”) as follows:

	Ordinary Resolutions	Number of Votes (%)		Passed by shareholders
		For	Against	
1.	To receive and consider the audited Financial Statements and the Reports of the Directors and the Auditors for the year ended 31st December 2013.	786,505,649 (100.00%)	0 (0.00%)	Yes
2.	To declare a final dividend of HK4.5 cents per share.	786,505,649 (100.00%)	0 (0.00%)	Yes
3.	(a) To re-elect Dr. CHAN Yau Hing Robin as Director.	786,463,649 (99.99%)	42,000 (0.01%)	Yes
	(b) To re-elect Mr. WONG Kok Ho as Director.	786,463,649 (99.99%)	42,000 (0.01%)	Yes
	(c) To re-elect Mr. SOPHONPANICH Choedchu as Director.	786,463,649 (99.99%)	42,000 (0.01%)	Yes
	(d) To re-elect Mr. SIAO Chi Lam Kenneth as Director.	786,505,649 (100.00%)	0 (0.00%)	Yes
	(e) To re-elect Dr. WONG Yu Hong Philip as Director.	741,599,418 (94.29%)	44,906,231 (5.71%)	Yes
	(f) To re-elect Mr. YAMAGUCHI Yoshihiro as Director.	786,463,649 (99.99%)	42,000 (0.01%)	Yes
	(g) To elect Mr. TANAKA Junichi as a Non-executive Director.	750,546,432 (99.99%)	42,000 (0.01%)	Yes
4.	To approve the Directors’ fees (Chairman: HK\$80,000; each Director: HK\$60,000) and certain Board Committees’ fees (chairman: HK\$30,000; each committee member: HK\$20,000).	786,505,649 (100.00%)	0 (0.00%)	Yes
5.	To re-appoint Ernst & Young as Auditors of the Company and authorise the Board to fix their remuneration.	786,505,649 (100.00%)	0 (0.00%)	Yes

	Ordinary Resolutions	Number of Votes (%)		Passed by shareholders
		For	Against	
6.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of its issued share capital.	786,505,649 (100.00%)	0 (0.00%)	Yes
7.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of its issued share capital.	741,504,418 (94.28%)	45,001,231 (5.72%)	Yes
8.	To extend the general mandate granted under Resolution 7 by adding thereto the shares repurchased by the Company pursuant to Resolution 6.	741,504,418 (94.28%)	45,001,231 (5.72%)	Yes

As at the date of the 2014 AGM, the total number of issued shares of the Company was 1,019,200,000 shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions at the 2014 AGM. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the 2014 AGM. No person has indicated in the circular containing the notice of the 2014 AGM that it/he/she intends to abstain from voting on or vote against any of the resolutions at the 2014 AGM.

Computershare Hong Kong Investor Services Limited, the Company's branch share registrar, acted as the scrutineer for the vote-taking at the 2014 AGM.

#### **Retirement of Non-executive Director**

Mr. LAU Ki Chit ("Mr. Lau") has retired from his position as a Non-executive Director of the Company with effect from the conclusion of the 2014 AGM in order to devote more time to his personal affairs.

Mr. Lau has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the shareholders.

The Board would like to express its gratitude to Mr. Lau for his valuable contribution to the Company over the past years and wish him all the best in the future.

#### **Appointment of Non-executive Director**

The Board also announces that Mr. TANAKA Junichi ("Mr. Tanaka") has been appointed as Non-executive Director of the Company with effect from 7th May 2014.

Mr. Tanaka, aged 52, is currently the Executive Officer and General Manager of the Global Business Planning Department of both NKSJ Holdings, Inc. and Sompo Japan Insurance Inc. ("Sompo Japan"). He graduated from Japan's Keio University, Faculty of Law in 1984 and joined The Yasuda Fire and Marine Insurance Company Limited ("Yasuda") in the same year. Yasuda subsequently merged with another insurance company in 2002 and became Sompo Japan. Sompo Japan currently holds 5.16% of the Company's issued share capital.

Mr. Tanaka has not held any directorship in any other public listed companies, whether in Hong Kong or overseas, during the last three years. He does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company. As at the date hereof, Mr. Tanaka does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Tanaka's term of appointment is of two years and his directorship is subject to retirement by rotation and re-election at the annual general meeting in accordance with the provisions of the Bye-Laws of the Company. Mr. Tanaka is entitled to a director's fee of HK\$60,000 per annum, which was recommended by the Remuneration Committee for the Board's endorsement and has been approved by the shareholders at the 2014 AGM. Such director's fee will be payable and calculated in proportion to the period of service of Mr. Tanaka's directorship for an incomplete year.

Save as disclosed above, there is no other information in respect of the appointment of Mr. Tanaka required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited nor any other matters that need to be brought to the attention of the shareholders of the Company.

By Order of the Board  
**Asia Financial Holdings Limited**  
**LAU Chi Tak**  
*Company Secretary*

Hong Kong, 7th May 2014

*As at the date of this announcement, the executive directors of the Company are Dr. CHAN Yau Hing Robin (Chairman), Mr. CHAN Bernard Charnwut (President), Mr. TAN Stephen, Mr. WONG Kok Ho; the non-executive directors are Mr. SOPHONPANICH Choedchu, Mr. NG Song Hin, Ms. CHAN Yeow Toh, Mr. YAMAGUCHI Yoshihiro, Mr. TANAKA Junichi; and the independent non-executive directors are Ms. CHOW Suk Han Anna, Mr. MA Andrew Chiu Cheung, Mr. SIAO Chi Lam Kenneth, Dr. WONG Yu Hong Philip and Mrs. LAI KO Wing Yee Rebecca.*

\* *For identification purpose only*