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CHINESE PEOPLE HOLDINGS COMPANY LIMITED

中民控股有限公司

(incorporated in Bermuda with limited liability) (stock code: 681)

**DESPATCH OF CIRCULAR IN RELATION TO
(I) CONNECTED TRANSACTION RELATING TO
THE SUBSCRIPTION OF NEW SHARES
BY A SUBSTANTIAL SHAREHOLDER;
(II) APPLICATION FOR WHITEWASH WAIVER; AND
(III) NOTICE OF SPECIAL GENERAL MEETING**

Reference is made to (i) the announcement of Chinese People Holdings Company Limited (the “**Company**”) dated 29 December 2017 (the “**Announcement**”) and the announcement of the Company dated 8 January 2018 in relation to, among other things, the connected transaction relating to the subscription of new shares of the Company by a substantial shareholder of the Company and the application for the whitewash waiver; and (ii) the announcement of the Company dated 19 January 2018 in relation to the delay in despatch of the circular. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that the circular (the “**Circular**”) containing, among others, (i) further details of the Subscription, the Subscription Agreement, the Specific Mandate and the Whitewash Waiver; (ii) a letter of advice from the Independent Board Committee to the Independent Shareholders on the Subscription Agreement and the transactions contemplated thereunder, the grant of the Specific Mandate and the Whitewash Waiver; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders on the Subscription Agreement and the transactions contemplated thereunder, the grant of the Specific Mandate and the Whitewash Waiver; (iv) a notice of SGM; and (v) other information as required under the Listing Rules and the Takeovers Code, has been despatched to the Shareholders on 2 February 2018.

The SGM will be held at the head office of the Company, Conference Room, 1st Floor, No. 36 BDA International Business Park, No. 2 Jingyuan North Street, Economic Technological Development Area, Beijing, China on Friday, 9 March 2018 at 1:30 p.m., details of which are set out in the notice of the SGM contained in the Circular.

Shareholders are advised to review the Circular carefully and in particular the letter of advice from the Independent Board Committee and the letter of advice from the Independent Financial Adviser contained in the Circular before making any voting decision at the SGM.

Shareholders and potential investors should also be aware that Completion is subject to the fulfillment of all the Conditions which are set out in the paragraph headed “Conditions of the Subscription” under the section headed “THE SUBSCRIPTION AGREEMENT” in the Circular. As such, the Subscription Agreement and the transactions contemplated thereunder may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares, and are recommended to consult their professional advisers if they are in any doubt about their position and as to actions that they should take.

By order of the Board
Chinese People Holdings Company Limited
Mr. Fan Fangyi
Managing Director and Executive Director

Beijing, 2 February 2018

As at the date of this announcement, the Board comprises five Executive Directors namely, Dr. Mo Shikang (Chairman), Mr. Zhang Hesheng (Deputy Chairman), Mr. Chu Kin Wang Peleus (Deputy Chairman), Mr. Fan Fangyi (Managing Director) and Miss Mo Yunbi and three Independent Non-executive Directors namely, Dr. Liu Junmin, Prof. Zhao Yanyun and Mr. Sin Ka Man.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.