

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **Shanghai Dongzheng Automotive Finance Co., Ltd.\***

### **上海東正汽車金融股份有限公司**

*(a joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock code: 2718)**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING**

Reference is made to the notice of the Annual General Meeting dated 22 April 2020 and the circular dated 25 April 2020 (the “**Circular**”) of the Company. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Circular.

### **POLL RESULTS OF THE AGM**

The Board is pleased to announce that the AGM was held at Vision 1, 3F, Hilton Shenzhen Futian, 1003 Shennan Road, Futian, Shenzhen, the PRC at 2:00 p.m. on Wednesday, 10 June 2020. The AGM was convened in accordance with the requirements of the relevant laws and regulations of the PRC, the Listing Rules and the Articles of Association, and the poll results are lawful and valid.

As at the date of the AGM, the total number of issued Shares was 2,139,651,400 Shares (comprising 80,000,000 Domestic Shares, 1,520,000,000 Unlisted Foreign Shares and 539,651,400 H Shares), which was the total number of shares entitling the holders to attend and vote on all the resolutions proposed at the AGM.

To the best knowledge, information and belief of the Board, no Shareholder has a material interest in any of the resolutions proposed at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions proposed at the AGM and none of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

Shareholders and authorised proxies holding an aggregate of 1,836,806,605 Shares, representing approximately 85.8% of the total issued Shares of the Company, attended the AGM. At the AGM, all resolutions as set out in the notice of the AGM dated 22 April 2020 were considered and duly passed by way of poll.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS <sup>(Note 1)</sup>		Number of Votes (approximate %) <sup>(Note 2)</sup>		
		For	Against	Abstain
1.	To consider and approve the report of the Directors for the year ended 31 December 2019.	1,836,806,605 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2019.	1,836,806,605 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the audited financial statements of the Company for the year ended 31 December 2019.	1,836,806,605 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the annual report of the Company for the year ended 31 December 2019.	1,836,806,605 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the annual financial budget of the Company for the year ending 31 December 2020.	1,836,806,605 (100%)	0 (0%)	0 (0%)
6.	To consider and, if thought fit, approve that the Company will not declare final dividend for the year ended 31 December 2019.	1,836,806,605 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the authorization to the Board to deal with all issues in relation to the Company's distribution of interim dividend for the year 2020 at its absolute discretion (including, but not limited to determining whether to distribute interim dividend for the year 2020).	1,836,806,605 (100%)	0 (0%)	0 (0%)

ORDINARY RESOLUTIONS <sup>(Note 1)</sup>		Number of Votes (approximate %) <sup>(Note 2)</sup>		
		For	Against	Abstain
8.	To authorise the Board to determine the remuneration of the Directors and supervisors of the Company for the year 2020.	1,836,806,605 (100%)	0 (0%)	0 (0%)
9.	To consider and approve the re-appointment of KPMG as the auditor of the Company for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board to determine its remuneration.	1,836,806,605 (100%)	0 (0%)	0 (0%)
SPECIAL RESOLUTION <sup>(Note 1)</sup>				
10.	To consider and approve the grant of a general mandate to the Board to issue the Debt Financing Instruments.	1,836,806,605 (100%)	0 (0%)	0 (0%)

Notes:

1. The full text of the resolutions is set out in the notice of the AGM dated 22 April 2020.
2. The number of votes and percentage are based on the total number of Shares held by the Shareholders who voted at the AGM in person or by proxy.

As more than one half of the votes were cast in favour of the above resolutions numbered 1 to 9, these resolutions were duly passed as ordinary resolutions at the AGM.

As more than two-thirds of the votes were cast in favour of the above resolution numbered 10, this resolution was duly passed as a special resolution at the AGM.

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board  
**Shanghai Dongzheng Automotive Finance Co., Ltd.\***  
**Lin Fan**  
*Chairman*

Shanghai, PRC, 10 June 2020

*As at the date of this announcement, the Board comprises Mr. Lin Fan and Mr. Shao Yongjun as executive Directors; Mr. Koh Tee Choong and Mr. Li Guozhou as non-executive Directors; and Mr. Wong Man Chung Francis, Mr. Lin Zheyang and Ms. Liang Yanjun as independent non-executive Directors.*

\* for identification purposes only